

ANNE ARUNDEL COUNTY, MARYLAND

ARTICLES OF INCORPORATION AND LIMITED PARTNERSHIPS

H. ERLE SCHAFER
CLERK OF THE CIRCUIT COURT

— — —

Book 176

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BOOK 176 PAGE 1

001500

ENNCITE CONTROL, INC.

ARTICLES OF DISSOLUTION

ENNCITE CONTROL, INC., a Maryland Corporation, having its principal office at 526 Powell Drive, Annapolis, Anne Arundel County, Maryland 21401, hereinafter called the Corporation, hereby certifies to the State Department of Assessments and Taxation in accordance with the Annotated Code of Maryland, Corporations and Associations, Title 3, Sub-title 4, that:

FIRST: The Corporation is hereby dissolved.

✓ SECOND: The name of the Corporation and the address of its principal office are: ENNCITE CONTROL, INC.; 526 Powell Drive, Annapolis, Anne Arundel County, Maryland 21401.

THIRD: The name and address of the resident agent of the Corporation, who shall serve for one (1) year after dissolution and until the affairs of the Corporation are wound up is: Mr. Paul A. Jorgensen, 526 Powell Drive, Annapolis, Maryland, 21401.

FOURTH: The name and address of the each director of the Corporation, in accordance with the Annotated Code of Maryland, Corporations and Associations article section 2-402 (a) (ii) is Paul A. Jorgensen, 526 Powell Drive, Annapolis, Maryland 21401.

FIFTH: The name, title, and address of each officer of the Corporation are as follows: 1. Paul A. Jorgensen, President, 526 Powell Drive, Annapolis, Maryland 21401. 2. Christine A. Jorgensen, Secretary and Treasurer, 526 Powell Drive, Annapolis,

1986 FEB 25 AM 9:07

E AUBREY COLLISON
CLERK

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BOOK 176 PAGE 2

001501

Maryland 21401.

SIXTH: The Voluntary Dissolution of the Corporation was approved in the manner and by the vote required by law, and by the charter of the Corporation, in that the Voluntary Dissolution of the Corporation was, by unanimous written and formal action of and duly executed by the entire Board of Directors of the Corporation, deemed advisable and directed that the proposed Voluntary Dissolution be submitted for consideration to the stockholders of the Corporation; and further, in that the Voluntary Dissolution of the Corporation was, by unanimous written and formal action of and duly executed by all stockholders of the Corporation, by the affirmative vote of all the votes entitled to be cast on the matter.

SEVENTH: There are no known creditors of the Corporation to whom Notice of Dissolution should be mailed.

EIGHTH: These Articles of Voluntary Dissolution are accompanied by certificates provided by Section 3407 (c)2 of the Corporation and Associations article of the Annotated Code of Maryland, stating that all taxes not barred by limitations, which are levied on assessments made by the State Department of Assessments and Taxation of Maryland, and billed by and payable to the issuer of each of said certificates, by the Corporation, including taxes for the current year, have been paid or provided for in a manner satisfactory to the issuer of each of said certificates.

IN WITNESS WHEREFORE, ENNCITE CONTROL, INC., has caused

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001502

these presents to be signed in its name and on its behalf, by its President, and its Corporate seal to be hereunder affixed and attested by its Secretary, on this 3rd day of April, 1985, and its President acknowledges that these Articles of Voluntary Dissolution are the act and deed of the ENNCITE CONTROL, INC., under the penalties of perjury, that the matters and facts set forth herein with respect to authorization and approval are true, and all material respects to the best of his knowledge, information and belief.

ATTEST:

ENNCITE CONTROL, INC.

Christine A. Jorgensen
Christine A. Jorgensen, Secretary

Paul A. Jorgensen
Paul A. Jorgensen, President

0000 0003

OFFICE OF FINANCE
BILLINGS AND CUSTOMER SERVICE DIVISION
ROOM 103, ARUNDEL CENTER



Anne Arundel County

MS-1103; BOX 1831
ANNAPOLIS, MARYLAND 21404

BOOK 176 PAGE 4

001503

TELEPHONE: (301) 224-0113
FROM BALTIMORE: 841-0750
FROM WASHINGTON: 201-0250
TAX BILLING: EXT. 1144
WATER & SEWER BILLING: EXT. 1930
SALES TAX DIVISION: EXT. 1144

DATE 21 Oct 85
ACCT# 2996 00453210

TO WHOM IT MAY CONCERN

This is to certify that all Corporation/Personal Property taxes in the name of
Ennate Control Inc
are paid thru 1986. Our records indicate that this is the last
year certified to us by the Maryland State Department of Assessment and Taxation.

Anne Arundel County, Maryland

Thomas G Redman for
August H Kruelle, Deputy Controller

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001504



STATE OF MARYLAND
COMPTROLLER OF THE TREASURY
STATE TREASURY BUILDING
P.O. BOX 466 PHONE (301)-269-3814
ANNAPOLIS, MARYLAND 21404

LOUIS L. GOLDSTEIN
COMPTROLLER

J. BASIL WISNER
CHIEF DEPUTY

GENERAL ACCOUNTING DIVISION
ARNOLD G. HOLZAPF A
DIRECTOR

Dear Sir/Madam:

The following tax clearance certificate is being issued by the Maryland State Comptroller's Office as requested:

THIS IS TO CERTIFY, That the books of the State Comptroller's Office and of the Department of Employment Security, as reflected in their certification to the State Comptroller, show that all taxes and charges due the State of Maryland, payable through the said offices as of the date hereof by

ENNCITE CONTROL INC.

have been paid.

WITNESS my hand and official seal this

15th day of MAY A.D. 1985.

Patricia A. McKel
DEPUTY COMPTROLLER
COMPTROLLER OF THE TREASURY

PS-409

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BOOK 176 PAGE 6

Art of Miss (19)

LB

(52)

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
TIME 10:30 MO. DAY YEAR 10-28-85

30	REG. & CAP. FEE	Spec. fee
21	RECORDING FEE	
	LIMITED PARTNERSHIP FEE	
	OTHER	
	TOTAL CASH	<input type="checkbox"/> APPROVED BY
51	CHECK	<input checked="" type="checkbox"/> qd

Henry Bald
P.O. BOX 947
Annapolis, Md 21404

0000 0000

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 176 Page 7
ARTICLES OF DISSOLUTION
OF
ENNCITE CONTROL, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND OCTOBER 28, 1985 AT 10:30 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2737 FOLIO 001499 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION & CAPITALIZATION FEE PAID	RECORDING FEE PAID	SPECIAL FEE PAID
\$	\$ 21.00	\$ 30.00

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL COUNTY drb
IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.

[Signature]



A 188075

BOOK 176 PAGE 8

001415

DRS. THOMAS, WALLOP, KIM & LEWIS, P.A.

Articles of Amendment

Drs. Thomas, Wallop, Kim & Lewis, P.A., a Maryland corporation having its principal office at Suite 106, Medical Arts Centre, 325 Hospital Drive, Glen Burnie, Maryland 21061 (hereinafter called the "Corporation") hereby certifies to the State Department of Assessments and Taxation that:

FIRST: The Charter of the Corporation is amended by deleting Article SIXTH and substituting in lieu thereof the following:

SIXTH: The number of directors of the Corporation shall be five (5) which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than three (3).

SECOND: The amendments to the Charter of the Corporation set forth in these Articles of Amendment have been duly advised by the Board of Directors of the Corporation, by unanimous written consent in accordance with Section 2-408 of the Corporations and Associations Article of the Annotated Code of Maryland, and approved by the Stockholders of the Corporation, by unanimous written consent pursuant to Section 2-505 of the Corporations and Associations Article of Annotated Code of Maryland.

IN WITNESS WHEREOF, these Articles of Amendment were signed and acknowledged this 31st day of October,

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 FEB 25 AM 9:07

E. AUBREY COLLISON
CLERK

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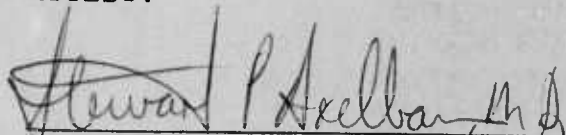
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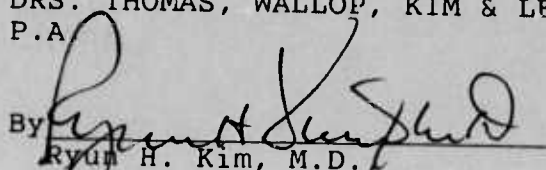
BOOK 176 PAGE 9

1985 in the name and on behalf of the Corporation by its President and attested by its Secretary, and its President acknowledges this document to be the corporate act of the Corporation and states under the penalties of perjury that the matters and facts set forth with respect to approval are true in all material respects to the best of his knowledge, information and belief.

ATTEST:


Stewart P. Axelbaum, M.D.,
Secretary

DRS. THOMAS, WALLOP, KIM & LEWIS,
P.A.

By  (SEAL)
Ryan H. Kim, M.D.
President

1037f

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BOOK 176 PAGE 10

09 Add.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION APPROVED FOR RECORD			
TIME	NO.	DAY	YEAR
4:00		10/31/85	
20	ORG. & CAP. TAX		
	RECORDING TAX		
	LIMITED LIABILITY FEE		
8	OTHER 1-CC 2		
28	TOTAL CASH <input type="checkbox"/> APPROVED BY		
	CHECK <input checked="" type="checkbox"/> A		

Frank Bernstein et al
300 E. Lombard St.
Baltimore, Md 21202

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CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 176 PAGE 11

ARTICLES OF AMENDMENT
OF
DRS. THOMAS, WALLOP, KIM & LEWIS, P.A.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND OCTOBER 31, 1985 AT 4:00 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 0757 . FOLIO 001414 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID
\$

RECORDING FEE PAID:
\$ 20.00

SPECIAL FEE PAID:
\$

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL COUNTY

drb

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.

[Signature]



A 188014

BOOK 176 PAGE 12

002127

DEER & DUCK HUNT CLUB, INC.

ARTICLES OF REVIVAL

FIRST: The name of the corporation at the time the charter was forfeited was DEER & DUCK HUNT CLUB, INC.

SECOND: The name which the corporation will use after revival is DEER & DUCK HUNT CLUB, INC.

THIRD: The name and address of the Resident Agent is Arthur Butts, Jr., 313 Marlins Pike Drive, Severna Park, Maryland, 21146.

FOURTH: These Articles of Revival are for the purpose of reviving the charter of the corporation.

FIFTH: At or prior to the filing of these Articles of Revival, the corporation has:

- (a) Paid all fees required by law;
- (b) Filed all annual reports which should have been filed by the corporation if its charter had not been forfeited;
- (c) Paid all state and local taxes, except taxes on real estate, and all interest and penalties due by the corporation or which would have become due if the charter had not been forfeited whether or not barred by limitations.

SIXTH: The address of the principle office in this state is 313 Marlins Pike Drive, Severna Park, Maryland, 21146.

The undersigned who were respectively the last acting President and Secretary of the corporation severally acknowledge the Articles to be their act.

RECEIVED FOR RECORD
DEER & DUCK HUNT CLUB, INC.

1986 FEB 25 AM 9:07

E AUBREY COLLISON
CLERK

Ronald P. L. L. L.
Last Acting President

Arthur Butts, Jr.
Last Acting Secretary

DEER & DUCK HUNTING CLUB, INC.

52978181

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BOOK 176 PAGE 13

002128

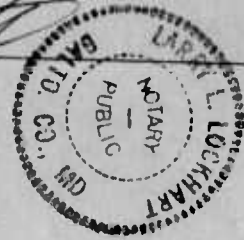
STATE OF MARYLAND, COUNTY OF BALTIMORE, .

I HEREBY CERTIFY that on this 7th day of October
1985, personally appeared before me, the subscriber, a Notary Public of the
State of Maryland, County aforesaid, Ronald C. Holman
President, and Arthur Butts Jr., Secretary, of DEER &
DUCK HUNT CLUB, INC., and they acknowledged the aforesaid Articles of Revival
as being their corporate act.

La Butts
Notary Public

My Commission Expires:

7-1-86



002129

BOOK 176 PAGE 14

AFFIDAVIT

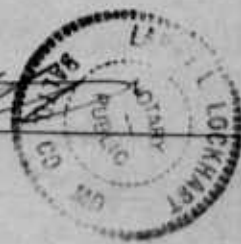
I, Arthur Butts, Jr., Secretary of DEER & DUCK HUNT CLUB, INC., hereby declare that the previously mentioned corporation has paid all State and local taxes except taxes on real estate, and all interest and penalties due by the corporation or which would have become due if the charter had not been forfeited whether or not barred by limitations.

Arthur Butts, Jr.
Arthur Butts, Jr., Secretary

I HEREBY CERTIFY that on this 7th day of October, 1985, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Baltimore, personally appeared Arthur Butts, Jr., and he made oath under the penalties of perjury that the matters and facts set forth in this Affidavit are true to the best of his knowledge, information and belief.

AS WITNESS my hand and Notarial Seal.

[Signature]
Notary Public



My Commission Expires:

7-1-86

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BOOK 176 PAGE 15

CHANGE OF	
NAME	
PRINCIPAL OFFICE	✓
RESIDENT AGENT	✓
RESIDENT AGENT ADDRESS	✓

002130

78 filed herewith (NA)

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10

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME	MO.	DAY	YEAR
9:51	10	24	85
10			
20			
10			
40			

Special Fee

OTHER 1-CC 4

TOTAL CASH ☐ APPROVED BY ☒ A

Larry Lockhart

6660 Security Blvd.

Baltimore, Md 21207

0000 0015

CLERKS NOTATION
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BOOK 170 PAGE 16
ARTICLES OF REVIVAL

OF

DEER & DUCK HUNT CLUB, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND OCTOBER 24, 1985 AT 9:51 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2756, FOLIO 002126 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID:
\$

RECORDING FEE PAID:
\$ 20.00

SPECIAL FEE PAID:
\$ 10.00

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL COUNTY

drb

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.



A 187969

BOOK 176 PAGE 17

001644

ARTICLES OF INCORPORATION
OF

ACCENT TRAVEL, INC.

"A CLOSE CORPORATION"

THIS IS TO CERTIFY:

1. INCORPORATOR. That I, the undersigned, LAURIE LEAF, whose post office address is 124 Maryland Route 3 South, P.O. Box 724, Millersville, Maryland 21108, being at least twenty-one years of age, do hereby associate myself as Incorporator with the intention of forming a close coporation under and by virtue of the general laws of Maryland. The corporation formed herein shall be "A Close Corporation" as authorized by Title 4, Corporation and Association Article of the Annotated Code of Maryland and Supplement.

2. NAME. The name of the corporation (hereinafter called the "Corporation") is:

ACCENT TRAVEL, INC.

3. PURPOSES. The purposes for which the Corporation is formed are:

a. The advice, consultation and negotiation of travel, travel related activities and all other business generally associated with travel agencies.

b. To buy, sell negotiate for and enter into agreements relting to the buying and selling of vacations, trips or any other form of travel or travel related activities.

c. To engage in any other lawful purpose and/or manner of business, either along or in conjunction with others, which may be lawfully conducted under the laws of the State of Maryland or

1986 FEB 25 AM 9:07

E. AUBREY COLLISON
CLERK

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001645

elsewhere; and do all things necessary and proper for the enhancement or furtherance thereof.

d. To do anything permitted by Section 2-103 of Corporations and Associations Article of the Annotated Code of Maryland as amended from time to time.

e. The Corporation reserves the right to amend, alter, enlarge, or change in any way, or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter authorized or permitted by statute, and all rights, powers, privileges and restrictions conferred on stockholders are granted subject to this reservation.

5. PRINCIPAL PLACE OF BUSINESS AND RESIDENT AGENT. The post office address of the principal office of the Corporation is 124 Maryland Route 3 South, P.O. Box 724, Millersville, Maryland 21108. The name and post office address of the Resident Agent of the Corporation is MICHAEL J. O'NEILL, 150 South Street, Suite 202, Annapolis, Maryland 21401. Said resident agent is a citizen of the State of Maryland and actually resides herein.

6. CAPITAL STOCK. The total number of shares of stock which the Corporation has authority to issue is Two Thousand (2,000) shares, without par value.

7. DIRECTORS. The Corporation elects to have no Board of Directors. Until the election to have no Board of Directors becomes effective, there shall be one (1) director, whose name is LAURIE LEAF.

8. DURATION. The duration of the Corporation shall be

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001646

perpetual.

IN WITNESS WHEREOF, I have set my hand and seal on this the
25th day of September, 1985, to these Articles of
Incorporation and acknowledge same to be my act.

WITNESS:

Norma Cohen

Laurie Leaf

(SEAL)

110 RITCHIE Hwy SUITE W-8
Severna Park, MD

000002114630019A

1500A 01002 001

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BOOK 176 PAGE 20

02

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 10:21 MO. 10 DAY 23 YEAR 85

20	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL
	CASH <input type="checkbox"/>
	CHECK <input checked="" type="checkbox"/> APPROVED BY <i>RM</i>

stkr

Michael O'Neill
150 South St #203
Annapolis, Md 21401

0000 6020

CLERKS NOTATION
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AVAILABLE

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ARTICLES OF INCORPORATION
OF
ACCENT TRAVEL, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND OCTOBER 23, 1985 AT 10:21 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2733 , FOLIO 001643 , OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID
\$ 20

RECORDING FEE PAID:
\$ 20

SPECIAL FEE PAID:
\$

D2019321

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.

Gal B. Arundel



A 187930

BOOK 176 PAGE 22

001629

ARTICLES OF INCORPORATION

OF

WEBSTER CONSTRUCTION COMPANY, INC.

(A Close Corporation Under Title 4)

FIRST: The undersigned, William Webster, whose post office address is 7944 Tower Court Road, Severn, Maryland 21144, being at least eighteen years of age does hereby form a corporation under the general laws of the State of Maryland.

SECOND: The name of the corporation (hereinafter called the Corporation) is Webster Construction Company, Inc.

THIRD: The Corporation shall be a close corporation as authorized by Title 4.

FOURTH: The purposes for which the Corporation is formed are as follows: To conduct the business of concrete construction work both as a contractor and a subcontractor, to do all acts in furtherance thereof, and do all acts which corporations are now and may hereafter be permitted to do by the laws of Maryland.

FIFTH: The post office address of the principal office of the Corporation in Maryland is 7944 Tower Court Road, Severn, Maryland 21144, Anne Arundel County. The name and post office address of the resident agent of the Corporation in Maryland is Raymond Rosen, 8043 Woodgate Court, Baltimore, Maryland 21207, Baltimore County. Said resident agent is a citizen of Maryland and actually resides therein.

SIXTH: The total number of shares of stock which the Corporation has authority to issue is twenty thousand (20,000) shares of the par value of one dollar (\$1.00) a share, all of one class, and having an aggregate par value of twenty thousand dollars (\$20,000.00).

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CLERK COURT & A. COUNTY

1986 FEB 25 AM 9:07

E. AUBREY COLLISON
CLERK

1985 OCT 23 4 10:23 PM

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BOOK 176 PAGE 23

001630

SEVENTH: After the completion of the organization meeting of the directors and the issuance of one or more shares of stock of the Corporation, the Corporation shall have no board of directors. Until such time, the Corporation shall have one director whose name is William Webster.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation and acknowledged the same to be my act.

DATE: October 20, 1955

WITNESS:

Mary Poole

William Webster
William Webster

0000 0027

001631

BOOK 176 PAGE 24

02

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME MO. DAY YEAR
10 23 10 23 85

20	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL

CASH ☐ CHECK ☒ APPROVED BY *pm*

stk

(52)

William Webster
7944 Tower Court Rd.
Severn, Md 21144

0000 6024

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 176 Page 25

ARTICLES OF INCORPORATION
OF
WEBSTER CONSTRUCTION COMPANY, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND OCTOBER 23, 1985 AT 10:23 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2733, FOLIO 001628, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID

\$ 20

RECORDING FEE PAID

\$ 20

SPECIAL FEE PAID:

\$

D2019297

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.

[Signature]



A 187928

BOOK 176 Page 26

001494

1985 OCT 15 AM 47

ARTICLES OF INCORPORATION
OF
H.G. HOST and SONS, INC.

FIRST: I, ROGER WEAVERLING, whose post office address is 156 Three Rivers Road, Harwood, Maryland 20776, being at least eighteen years of age, do hereby form a corporation under the Laws of the State of Maryland.

SECOND: The name of the corporation is:
H. G. HOST and SONS, INC.

THIRD: The purposes for which the corporation is formed are to perform all types of service and labor concerning trash removal, refuse removal, and, in addition thereto, heavy and light equipment sales, service and usage including grading, cleaning, digging or any other type of usage of heavy and light equipment.

To borrow or raise moneys for any of the purposes of the corporation and, from time to time without limit as to amount, to draw, make, accept, endorse, execute and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures and other negotiable or non-negotiable instruments and evidences of indebtedness, and to secure the payment of any thereof and of the interest thereon by mortgage upon or pledge, conveyance or assignment in trust of the whole or any part of the property of the corporation, whether at the time owned or hereafter acquired, and to sell, pledge or

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 FEB 25 AM 9:07

E. AUBREY COLLISON
CLERK

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BOOK 176 PAGE 27

otherwise dispose of such bonds or other obligations of the corporation for its corporate purposes.

To carry on business at any places within the jurisdiction of the United States, and in any and all foreign countries, and to purchase, hold, mortgage, convey, lease or otherwise acquire, dispose of and deal with real and personal property, at any such place.

To apply for, obtain, purchase, or otherwise acquire, any patents, copyrights, licenses, trademarks, tradenames, rights, processes, formulae, and the like of which might be used for any of the purposes of the corporation; and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account, the same.

In general, to possess and exercise all the purposes, powers, rights and privileges granted to, or conferred upon corporations by the Laws of the State of Maryland now or hereafter in force, and to exercise any powers suitable, convenient or proper for the accomplishment of any of the purposes herein enumerated, implied or incidental to the powers or purposes herein specified, or which at any time may appear conducive to or expedient for the accomplishment of any such purposes.

The forgoing shall, except where otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause of this or any other article of these Articles of Incorporation or of any amendment thereto and shall each be regarded as independent, and

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- 3 -
BOOK 176 PAGE 28

001496

construed as powers as well as purposes.

FOURTH: The post office address of the principal office of the corporation in the State of Maryland is 1517 Ritchie Highway, Arnold, Maryland 21012. The name and address of the resident agent is Owen M. Taylor, 1517 Ritchie Highway Arnold, Maryland 21012.

FIFTH: The total number of shares of stock which the corporation shall have authority to issue is One Thousand (1,000) shares of common stock, all of one class, of the par value of One Dollar and no/100 (\$1.00) each and of the aggregate par value of One Thousand Dollars and no/100 (\$1,000.00).

The number of directors of the corporation shall be three (3), which number may be increased or decreased pursuant to the Bylaws of the corporation, but shall never be less than three (3); provided that if at any time, the corporation has less than three shareholders, the number of directors may be less than three but not less than the number of shareholders. The names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are: ROGER WEAVERLING and JOSEPH GRAVES.

SIXTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the corporation and of the directors and stockholders:

The Board of Directors of the corporation is hereby

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- 4 -

001497

BOOK 176 PAGE 29

empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized.

All shares issued hereunder shall have equal voting weight and shall carry with them pre-emptive rights in the authorization or issuance of new classes or new issues of stock.

SEVENTH: The duration of the corporation shall be perpetual.

IN WITNESS WHEREOF, the undersigned incorporator of H. G. HOST and SONS, INC. who executed the foregoing Articles of Incorporation, hereby acknowledges the same to be their act and further acknowledges that, to the best of their knowledge, the matters and facts set forth therein are true in all material respects under the penalties of perjury.

Dated This 3rd day of October, 1985.

Roger Weaverling
ROGER WEAVERLING

STATE OF MARYLAND, COUNTY OF ANNE ARUNDEL : to wit:

I HEREBY CERTIFY that on the 3rd day of October 1985, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared ROGER WEAVERLING and acknowledged the foregoing Articles of Incorporation to be his act.

WITNESS MY HAND AND SEAL.

Owen M. Taylor
OWEN M. TAYLOR

My Commission Expires: 9/1/86

0000 0029

CLERKS NOTAT
BEST COP
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001498

BOOK 176 PAGE 30

02

16

CERTIFIED
COPY MADE

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 9:36 DATE 10/23/85

(52)

20	ORG. & CAP. TAX
20	RECORDING TAX
	LIMITED PARTNERSHIP FEE
10	OTHER 1-CC 4
50	TOTAL CASH <input type="checkbox"/> CHECK <input checked="" type="checkbox"/> APPROVED BY A

sth

Owen Taylor

1517 Ritchie Hwy #208

Arnold, Md 21012

0000 0030

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 176 PAGE 31

ARTICLES OF INCORPORATION
OF
H. G. HOST AND SONS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND OCTOBER 23, 1985 AT 09:36 O'CLOCK A. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2732, FOLIO 001493, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID:
\$ 20

RECORDING FEE PAID:
\$ 20

SPECIAL FEE PAID:
\$

D2019099

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.

Gal B. Arundel



A 187908

BOOK 176 PAGE 32

ARTICLES OF INCORPORATION

001459

OF

DIXIE MacMURRAY, INC.

OK

THIS IS TO CERTIFY:

FIRST: The undersigned, Brian A. Goldman, whose post office address is 1910 Charles Center South, 36 South Charles Street, Baltimore, Maryland 21201-3130, being of full legal age, does hereby form a corporation under and by virtue of the Laws of the State of Maryland authorizing the formation of corporations.

SECOND: The name of the corporation (which is hereinafter called the "Corporation") is

"DIXIE MacMURRAY, INC."

THIRD: The purposes for which the Corporation is formed and the business or objects to be carried on and promoted by it are as follows:

- (a) To conduct a general brokerage, agency and commission business for others in the purchase, sale and management of real estate for others, and to act as agents for letting real property, lands, and the collection of rents and management of real property.
- (b) To own, hold, rent, lease, manage, encumber, convey, improve, exchange, buy and sell real property; to engage in the business of constructing, owning, buying, selling, leasing, equipping, maintaining, altering and operating real property of all kinds.
- (c) To borrow money and issue evidences of indebtedness in furtherance of any or all of the objects of its business; to secure the same by mortgage, deed of trust, pledge or other lien.
- (d) To carry on any other business or businesses which may be calculated directly or indirectly to effectuate the aforesaid objects or any of them, and to facilitate the transaction by the Corporation of the aforesaid business or any part thereof, or the transaction of any other business which may be conducted either directly or indirectly to enhance the value of its assets and property. It is the intention that the above clause shall in no way be limited or restricted by

RECEIVED FOR RECORD
CIRCUIT COURT, BALTIMORE COUNTY

1986 FEB 25 AM 9:07

E. AUBREY COLLISON
CLERK

52898158

0000 0032

BOOK 176 PAGE 33

001460

reference or inference from any other clauses of this Paragraph or any other clauses or paragraphs of these Articles of Incorporation but that the objects, purposes and powers specified in this paragraph and in each of the clauses and paragraphs of these Articles shall be independent objects, purposes and powers. And in general to exercise and enjoy all other privileges, rights and powers granted to or conferred upon corporations by the General Laws of the State of Maryland, now or hereafter in force. The enumeration of special powers, as herein specified, not being intended to exclude or to be construed as a waiver or limitation of any such other powers, rights and privileges.

FOURTH: The post office address of the place at which the registered office of the corporation in this State will be located is 1027 Rio Lane, Severna Park, Maryland 21146; and the name and the post office address of the registered agent of the corporation is Brian A. Goldman, Esquire, 1910 Charles Center South, 36 South Charles Street, Baltimore, Maryland 21201-3130; and the said Brian A. Goldman is a citizen of this State and actually resides therein.

FIFTH: The total amount of the authorized capital stock of the Corporation is one thousand (1,000) shares, without nominal or par value.

SIXTH: The Corporation shall have at least three directors, provided, however, that if there is stock outstanding and so long as there is less than three stockholders, the number of directors may be less than three, but not less than the number of stockholders. Brian A. Goldman, Jeffrey W. Thompson, and Dixie A. MacMurray, all of whom are citizens of the State of Maryland, and reside therein, shall act as directors until the first annual meeting or until their successors are duly chosen and qualified.

SEVENTH: The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of fully paid and non-assessable shares, whether now or hereafter authorized, for such consideration as the Board of Directors may deem advisable. The Board of Directors shall, by resolution, state its opinion of the actual value of any consideration other than money for which it authorized shares of stock of the Corporation to be issued.


BOOK 176 PAGE 34

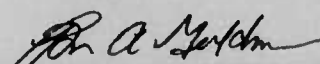
001461

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation and
acknowledged the same to be my act this 15 of October, 1985.

WITNESS:



 (SEAL)
Brian A. Goldman

BOOK 176 PAGE 35

001462

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 9:55 MO. 10 DAY. 14 YEAR 85

20	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL
	CASH <input type="checkbox"/> CHECK <input checked="" type="checkbox"/>
	RECEIVED BY <i>DR</i>

stock

1985 OCT 16 A 9:55

Brian A. Goldman Esq
Suite 1900 Charles Center South
36 S. Charles St
Baltimore MD 21201-3130

0000 0035

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 176 Page 36

ARTICLES OF INCORPORATION
OF
DIXIE MacMURRAY, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND OCTOBER 16, 1985 AT 09:55 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2733, FOLIO 4, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID:
\$ 20

RECORDING FEE PAID:
\$ 20

SPECIAL FEE PAID:
\$

D2019024

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.

Paul B. Anderson



A 187901

BOOK 176 PAGE 37

001202

ARTICLES OF INCORPORATION

OF

B.S. LIMITED t/a GLENWOOD COMMUNICATIONS, INC.

FIRST: We, HAROLD C. BARRETT, whose post office address is 708 Glenwood Street, Annapolis, Maryland 21401, MARY K. SMITH, whose post office address is 708 Glenwood Street, Annapolis, Maryland 21401 and JEROME STANBURY, whose post office address is 9500 Annapolis Road, C-1, Lanham, Maryland 20706, being at least Twenty-one (21) years of age, are hereby forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the Corporation, hereinafter called CORPORATION, is B.S. LIMITED, t/a GLENWOOD COMMUNICATIONS, INC.

THIRD: The purposes for which the CORPORATION is formed and the business or objects to be carried on or promoted by it are as follows:

(a) To engage as principal, agent or broker in the business or businesses of operating, managing, leasing, providing services, delivering, selling, purchasing, repairing, trading, importing and exporting, and installing involving or concerning any and all types and kinds of phones, radio's or any other kind of electronic equipment and accessories thereof, and to engage in any and all other lawful business or

STANBURY, RENAHAN
& WALSH
ATTORNEYS AT LAW
8500 ANNAPOLIS ROAD
SUITE C-1
LANHAM, MARYLAND 20706
301/459-1405
301/459-1414

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1966 FEB 25 AM 9:07

E. AUBREY COLLISON
CLERK

52948553

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BOOK 176 PAGE 38

001203

businesses of any kind or nature, whether or not directly or indirectly related to Electronic equipment and accessories thereof.

(b) To enter into partnership, joint ventures and other business associations for any lawful purpose.

(c) To purchase, lease, and otherwise acquire, hold, mortgage, sell, lease, and otherwise dispose of any and all kinds of property, real, personal and mixed, both in this state and in any part of the world.

(d) To do anything permitted by the laws of Maryland or any state or territory of the United States and any foreign jurisdiction in the world as now or thereafter constituted.

FOURTH: The post office address of the principal office of the Corporation in this state is 708 Glenwood Street, #1, Annapolis, Maryland 21401. The name and post office address of the resident agent of the Corporation in this state is HAROLD BARRETT, 708 Glenwood Street, #1, Annapolis, Maryland 21401. Said resident agent is an individual actually residing in this State.

FIFTH: The number of directors the Corporation shall have will be two (2), namely; Harold Barrett, President, Mary K. Smith, as Vice President, Secretary and Treasurer, which number may be increased pursuant to the By-Laws of the Corporation, but shall never be less than two (2). The names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are

STANBURY, HENAHAN
& WALSH
ATTORNEYS AT LAW
9800 ANNAPOLIS ROAD
SUITE C-1
LANHAM, MARYLAND 20706
301/489-1408
301/489-1414

0000 0038

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001204

specified above.

SIXTH: The total number of shares of capital stock which the Corporation has authority to issue is One Thousand Shares (1,000) of Common Stock, without par value. A total of 51% shares of said stock shall be issued to Harold Barrett, and the remaining 49% shares shall be issued to Mary K. Smith.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

1. The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class or classes, whether now or hereafter authorized .

2. The Board of Directors of the Corporation may classify or re-classify any unissued shares by fixing or altering in any one or more respects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the time and prices of redemption of, and the conversion rights of, such shares. The enumeration and definition of a particular power of the Board of Directors included in the foregoing shall in no way be limited or restricted by reference to or inference from the terms of any other clause of this or any other Article of the Charter of the Corporation,

STAPHURTY, HENAHAN
& WALSH
ATTORNEYS AT LAW
8900 ANNAPOLIS ROAD
SUITE C-1
LANHAM, MARYLAND 20706
301/489-1405
301/489-1414

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or construed as or deemed by inference or otherwise in any manner to exclude or limit any powers conferred upon the Board of Directors under the General Laws of the State of Maryland now or hereafter in force.

3. With respect to:

A. The amendment of the Charter of Corporation;

B. The consolidation of the Corporation with one or more corporations to form a new consolidated corporation;

C. The merger of the Corporation into another corporation or the merger of one or more other corporations into the corporation;

D. The issuance of shares of stock of any class or hereafter authorized, or any securities exchangeable for, or convertible into such shares, or, warrant or other instruments evidencing rights or options to subscribe for, or otherwise acquire such shares;

E. The sale, lease, exchange or other transfer of all, or substantially all, of the property and assets of the Corporation, including its goodwill and franchises;

F. The participation by the Corporation in a share exchange (as defined in the Corporations and Associations Article of the Annotated Code of Maryland) as the Corporation the stock of which is to be acquired;

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001206

G. The voluntary or involuntary liquidation, dissolution, or winding-up of the Corporation.

Such actions shall be effective and valid only if taken or approved by the stockholders by an affirmative vote of all the votes entitled to be cast thereon, after due authorization and/or approval and/or advice of such action by the Board of Directors as required by law, notwithstanding any provision of law requiring any action to be taken or authorized other than as provided in the Article SEVENTH 3.

EIGHTH: (1) As used in this Article EIGHTH, any word or words that are defined in Section 2-418 of the Corporations and Associations Article of the Annotated Code of Maryland (The "Indemnification Section") as amended from time to time, shall have the same meaning as provided in the Indemnification section.

(2) The Corporation shall indemnify a present or former director or officer of the Corporation in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section.

(3) With respect to any corporate representative other than a present or former director or officer, the Corporation may indemnify such corporate representative in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section, pro-

BOOK 176 PAGE 42

001207

vided, however, that to the extent a corporate representative other than a present or former director or officer successfully defends on the merits or otherwise any proceeding referred to in subsections (b) or (c) of the Indemnification Section unless and until it shall have been determined and authorized in the specific case by (i) an affirmative vote at a duly constituted meeting of a majority of all the votes cast by stockholders who were not parties to the proceeding, that indemnification of such corporate representative other than a present or former director or officer is proper in the circumstances.

IN WITNESS WHEREOF, We, have hereunto signed these Articles of Incorporation this 18th day of October, 1985, and we acknowledge same to be our act.

Darlene D. Candelera
WITNESS

Darlene D. Candelera
WITNESS

Darlene D. Candelera
WITNESS

Harold Barrett
HAROLD BARRETT

Mary K. Smith
MARY K. SMITH

Jerome Stanbury
JEROME STANBURY

STANBURY, RENAHAN
& WALSH
ATTORNEYS AT LAW
8800 ANNAPOLIS ROAD
SUITE C-1
LANHAM, MARYLAND 20706
301/498-1408
301/498-1414

0000.0042

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001208

STATE OF MARYLAND

COUNTY OF P.G.

I HEREBY CERTIFY that on this 18th day of
October, 1985, before me, the subscriber, a Notary
Public in and for the State and County aforesaid, personally
appeared, HAROLD BARRETT, and acknowledged the foregoing
Articles of Incorporation to be his act.

Darlene D. Candelero
NOTARY PUBLIC

My Commission Expires: 7/1/86

STATE OF MARYLAND

COUNTY OF P.G.

I HEREBY CERTIFY that on this 18th day of
October, 1985, before me, the subscriber, a Notary
Public in and for the State and County aforesaid, personally
appeared, MARY K. SMITH, and acknowledged the foregoing
Articles of Incorporation to be her act.

Darlene D. Candelero
NOTARY PUBLIC

My Commission Expires: 7/1/86

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001209

STATE OF MARYLAND

COUNTY OF P.G.

I HEREBY CERTIFY that on this 18th day of
October, 1985, before me, the subscriber, a Notary
Public in and for the State and County aforesaid, personally
appeared, JEROME STANBURY, and acknowledged the foregoing
Articles of Incorporation to be his act.

Darlene D. Cardelara
NOTARY PUBLIC

My Commission Expires: 7/1/86

STANBURY, HENAHAN
& WALSH
ATTORNEYS AT LAW
2800 ANNAPOLIS ROAD
SUITE C-1
LANHAM, MARYLAND 20706
301/459-1409
301/459-1414

0000 0044

001210

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02

13

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME	MO.	DAY	YEAR
11:01	10	21	85
20	ORG. & CAP. FEE		
26	RECORDING FEE		
	LIMITED PARTNERSHIP FEE		
	OTHER		
46	TOTAL CASH <input type="checkbox"/> CHECK <input checked="" type="checkbox"/>		

stk

Jerome Stanbury
9500 Annapolis Rd. #C-1
Lanham, Md 20706

0000 0045

CLERKS NOTATION
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AVAILABLE

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ARTICLES OF INCORPORATION
OF
B.S. LIMITED, T/A GLENWOOD COMMUNICATIONS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND OCTOBER 21, 1985 AT 11:01 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2755, FOLIO 001201 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID

\$ 20

RECORDING FEE PAID:

\$ 26

SPECIAL FEE PAID:

\$

D2018729

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.



A 187873

BOOK 176 PAGE 47

001160

ARTICLES OF INCORPORATION
OF
SEV-RILL TWO, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, CHARLES W. COCKRILL, whose post office address is 390 Scarlet Oak Drive, Millersville, Anne Arundel County, Maryland 21108, and WENCHE SEVICK, whose post office address is 390 Scarlet Oak Drive, Millersville, Anne Arundel County, Maryland 21108, both being at least eighteen years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these articles.

SECOND: That the name of the corporation (which is hereinafter called the "Corporation") is :

SEV-RILL TWO, INC.

THIRD: The purpose for which the corporation is formed and the business or objects to be carried on and promoted by it are as follows:

(A) To instruct, to teach and otherwise to conduct lessons in the dance.

(B) To maintain a consulting service in the field of dance instruction.

(C) To finance the necessary credit in the furtherance of the above business.

(D) To manufacture, purchase or otherwise acquire, hold, mortgage, pledge, sell, transfer, or in any manner encumber or dispose of goods, wares, merchandise, implements, and other personal property or equipment of every kind.

(E) To purchase, lease or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let or in any manner encumber or dispose of real property wherever situated.

(F) To carry on and transact, for itself or for account of others, the business or general merchants, general brokers, general agents, manufacturers, buyers and sellers of, dealers in, importers and exporters of natural products, raw materials, manufactured products and marketable goods, wares and merchandise of every description.

(G) To purchase, lease or otherwise acquire, all or any part of the

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property, rights, businesses, contracts, goodwill, franchises and assets of every kind, of any corporation, co-partnership or individual (including the estate of a decedent), carrying on or having carried on in whole or in part, any of the aforesaid business or an other businesses that the Corporation may be authorized to carry on, and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof, and to pay for any such property, rights, business, contracts, goodwill, franchises or assets by issue in accordance with the laws of Maryland, of stock, bonds, or other securities of the Corporation or otherwise.

(H) To purchase or otherwise acquire, hold and reissue shares of its capital stock of any class; and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge or otherwise dispose of, any shares of stock of, or voting trust certificates for any shares of stock of, or any bonds or other securities or evidences of indebtedness issued or created by, any other corporation or association, organized under the laws of the State of Maryland or of any other state, territory, district, colony or dependency of the United States of America, or of any foreign country; and while the owner or holder of any such shares of stock, voting trust certificates, bonds or other obligations, to possess and exercise in respect thereof any and all the rights, powers and privileges of ownership, including the right to vote on any shares of stock so held or owned; and upon distribution of the assets or a division of the profits of this Corporation, to distribute any such shares of stock, voting trust certificates, bonds or other obligations, or the proceeds thereof, among the stockholders of the Corporation.

(I) To guarantee the payment of dividends upon any shares of stock of, or the performance of any contract by, any other corporation or association in which the Corporation has an interest, and to endorse or otherwise guarantee the payment of the principal and interest, or either, of any bonds, debentures, notes, securities or other evidences of indebtedness created or issued by any such other corporation or association.

(J) To loan or advance money with or without security, without limit as to amount; and to borrow or raise money for any of the purposes of the Corporation and to issue bonds, debentures, notes or other obligations of any nature, and in any manner permitted by law, for money so borrowed or in payment for property purchased, or for any other lawful consideration, and to secure the payment thereof and of the interest thereon, by mortgage upon, or pledge or conveyance of assignment in trust of, the whole or any part of the property of the Corporation, real or personal, including contract rights, whether at the time owned or thereafter acquired; and to sell, pledge, discount or otherwise dispose of such bonds, notes or other obligations of the Corporation for its corporate purposes.

(K) To carry on any of the businesses hereinbefore enumerated for itself, or for account of others, or through others for its own account, and to carry on any other business which may be deemed by it to be calculated, directly or indirectly, to effectuate or facilitate the transaction of the aforesaid objects or businesses, or any of them, or any part thereof, or to enhance the value of its property, business or rights.

(L) To carry out all or any part of the aforesaid purposes, and to conduct its business in all or any of its branches in any or all states,

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territories, districts, colonies and dependencies of the United States of America and in foreign countries; and to maintain offices and agencies in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries.

The aforementioned enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed and subject in all particulars to the limitations relative to corporations which are contained in the general laws of this State.

FOURTH: The post office address of the principal office of the Corporation is 499 Ritchie Highway, Severna Park, Anne Arundel County, Maryland 21146. The resident agent of the Corporation is CHARLES W. COCKRILL, whose post office address is 390 Scarlet Oak Drive, Millersville, Anne Arundel County, Maryland 21108. Said resident agent is a citizen of the State of Maryland and actually resides therein. ✓

FIFTH: The total number of shares of stock which the Corporation has authority to issue is one hundred thousand (100,000) shares of the par value of One (\$1.00) Dollar each, all of which shares are of one class and are designated common stock. The aggregate par value of all shares having par value is One Hundred Thousand (\$100,000.00) Dollars.

SIXTH: The Corporation shall have two (2) directors, and CHARLES W. COCKRILL, and WENCHE SEVICK shall act as such until the first annual meeting and until their successors are duly chosen and qualified. The number of Directors may be changed in such lawful manner as the Bylaws shall from time to time provide.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

(A) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock, with or without par value, of any class, and securities convertible into shares of its stock, with or without par value, of any class, for such considerations as said Board of Directors may deem advisable, irrespective of the value or amount of such considerations, but subject to such limitations and restrictions, if any, as may be set forth in the Bylaws of the Corporation.

(B) No contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation, any directors individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall

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001163

be disclosed or shall have been known to the Board of Directors or a majority thereof; and any director of this Corporation who is also a director or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction.

(C) The Board of Directors shall have the power, from time to time, to fix and determine and to vary the amount of working capital of the Corporation; to determine whether any, and, if any, what part, of the surplus of the Corporation or of the net profits arising from its business shall be declared in dividends and paid to the stockholders, subject, however, to the provisions of the charter, and to direct and determine the use and disposition of any such surplus or net profits. The Board of Directors may in its discretion use and apply any of such surplus or net profits in purchasing or acquiring any of the shares of stock of the Corporation, or any of its bonds or other evidences of indebtedness, to such extent and in such manner and upon such lawful terms as the Board of Directors shall deem expedient.

(D) The Corporation reserves the right to make from time to time any amendments of its charter which may now or hereafter be authorized by law, including and amendments changing the terms of any class of its stock by classification, re-classification or otherwise, but no such amendment which change the terms of any of the outstanding stock shall be valid unless such change of terms shall have been authorized by the holders of four-fifths of all such stock at the time outstanding, by vote at a meeting or in writing with or without a meeting.

(E) No holders of stock of the Corporation, of whatever class, shall have any preferential right of subscription to any shares of any class or to any securities convertible into shares of stock of the Corporation, nor any right of subscription to any thereof other than such, if any, as the Board of Directors in its discretion may determine, and at such price as the Board of Directors may fix; and any shares or convertible securities which the Board of Directors may determine to offer for subscription to the holders of stock may, as said Board of Directors shall determine, be offered to holders of any class or classes of stock at the time existing to the exclusion of holders of any or all other classes at the time existing.

(F) Notwithstanding any provision of law requiring any action to be taken or authorized by the affirmative vote of the holders of a designated proportion of the shares of stock of the Corporation, or to be otherwise taken or authorized by vote of the stockholders, such action shall be effective and valid if taken or authorized by the affirmative vote of the majority of the total number of votes entitled to be cast thereon, except as otherwise provided in this charter.

(G) The Board of Directors shall have the power, subject to any limitations or restrictions herein set forth or imposed by law, to classify or reclassify any unissued shares of stock, whether now or hereafter authorized, by fixing or altering in any one or more respects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of redemption of, and the conversion rights of, such shares.

CLERKS NOT
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AVAILA

BOOK 176 PAGE 51

001164

(H) The Board of Directors shall have the power to declare and authorize the payment of stock dividends, whether or not payable in stock of one class to holders of stock of another class or classes; and shall have authority to exercise, without a vote of stockholders, all powers of the Corporation, whether conferred by law or by these articles, to purchase, lease or otherwise acquire the business, assets or franchises, in whole or in part, of other corporations or unincorporated business entities.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 5th day of March, 1985.

Donna M. Harris
Witness

Charles W. Cockrill (SEAL)
CHARLES W. COCKRILL,

Donna M. Harris
Witness

Wenche Sevik (SEAL)
WENCHE SEVICK

STATE OF MARYLAND, ANNE ARUNDEL COUNTY, to wit:

I HEREBY CERTIFY, that on this 5th day of March, 1985, before, me the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared CHARLES W. COCKRILL, and WENCHE SEVICK and severally acknowledged the foregoing Articles of Incorporation to be their respective acts.

IN WITNESS WHEREOF, I hereunto set my hand and notarial seal the day and year last above written.

Donna M. Harris
Notary Public



My Commission Expires:

0000 0051

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 176 PAGE 52

001165

CERTIFIED
COPY MADE

52

ARTICLES OF INCORPORATION	
OF	
62	
SEV-RILL TWO, INC.	
STATE DEPARTMENT OF ASSESSMENTS AND TAXATION APPROVED FOR RECORD	
TIME	DATE
11:35	10 22 85
20	RECEIVED
20	RECEIVED
17	RECEIVED
51	TOTAL
51	CASH
51	CHECK

SCHERER & CUTTLER
ATTORNEYS AT LAW
24 CRAIN HIGHWAY, S.W.
GLEN BURNIE, MARYLAND 21061
TELEPHONE:
AREA CODE 301 766-0464

1985 OCT 22 A 11:35

000000052

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 176 PAGE 53
ARTICLES OF INCORPORATION
OF
SEV-RILL TWO, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND OCTOBER 22, 1985 AT 11:35 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2755 FOLIO 001159 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID:

\$ 20

RECORDING FEE PAID:

\$ 20

SPECIAL FEE PAID:

\$

D2018638

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.

Gal B. Auburn



A 187868

BOOK 176 PAGE 54

000878

ARTICLES OF INCORPORATION
OF

J & J MARINE, INC.

A Maryland Close Corporation
Organized Pursuant to Title Four of the
Corporations and Associations Article of the
Annotated Code of Maryland

FIRST: The undersigned, Joseph P. Perez, whose post office address is 505 Duvall Lane, Annapolis, Maryland 21403, being at least eighteen (18) years of age, does hereby form a corporation under the general laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the "Corporation") is: J & J MARINE, INC.

THIRD: The Corporation shall be a corporation as authorized by Title Four of the Corporations and Associations Article of the Annotated Code of Maryland, as amended.

FOURTH: The purposes for which the Corporation is formed and the business or objects to be carried on and promoted by it, within the State of Maryland, or elsewhere, are as follows:

- (a) To conduct fishing charters;
- (b) To engage in any other lawful purpose and or business; and
- (d) To do anything permitted by Section 2-103 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time.

LAW OFFICES
ROBERT L. COHN

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1966 FEB 25 AM 9:07

E. AUBREY COLLISON
CLERK

52918327

0000 6054

BOOK 176 PAGE 55

000879

-2-

FIFTH: The post office address of the principal office of the Corporation in this State is 505 Duvall Lane, Annapolis, Maryland 21403. The Resident Agent of the Corporation is Joseph P. Perez, whose post office address is 505 Duvall Lane, Annapolis, Maryland 21403. Said Resident Agent is a citizen of the State of Maryland and actually resides therein.

SIXTH: The total number of shares of capital stock which the Corporation has authority to issue is One Thousand (1,000) shares of common stock, with par value of one cent (\$.01) per share.

SEVENTH: The Corporation elects to have no Board of Directors. Until the election to have no Board of Directors becomes effective, there shall be one (1) Board of Director, whose name is Joseph P. Perez.

EIGHTH: The Corporation shall provide any indemnification required or permitted by the laws of Maryland and shall indemnify directors, officers, agents and employees as follows:

(a) The Corporation shall indemnify any director or officer of the Corporation who was or is a party or is threatened to be made a party to any threatened, pending, or completed action, suit, or proceeding, whether civil, criminal, administrative, or investigative (other than an action by or in the right of the Corporation) by reason of the fact that he is or was such director, officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise, against expenses (including attorneys' fees), judgments, fines, and amounts paid in settlement actually and reasonably incurred by him in connection with such action, suit, or proceeding if he acted in good faith and in a manner which is reasonably believed to be in or not opposed to the best interests of the Corporation, and, with respect to any criminal action or proceeding, had no reasonable cause to believe his conduct was unlawful.

(b) The Corporation shall indemnify any director or officer of the Corporation who was or is a party or is threatened to be made a party to any threatened, pending, or completed action or suit by or in the right of the Corporation to procure a judgment in its favor by reason of the fact that he is or was such a director, officer, employee, or agent of the Corporation,

BOOK 176 PAGE 56

000880

-3-

or is or was serving at the request of the Corporation as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust or other enterprise, against expenses (including attorneys' fees) actually and reasonably incurred by him in connection with the defense or settlement of such action or suit if he acted in good faith and in a manner he reasonably believed to be in or not opposed to the best interests of the Corporation, except that no indemnification shall be made in respect of any claim, issue, or matter as to which such person shall have been adjudged to be liable for negligence or misconduct in the performance of his duty to the Corporation unless and only to the extent that the court in which such action or suit was brought, or any other court having jurisdiction in the premises, shall determine upon application that, despite the adjudication of liability but in view of all circumstances of the case, such person is fairly and reasonably entitled to indemnity for such expense which such court shall deem proper.

(c) To the extent that a director or officer of the Corporation has been successful on the merits or otherwise in defense of any action, suit, or proceeding referred to in paragraphs (a) and (b) of this Article EIGHTH or in defense of any claim, issue, or matter therein, he shall be indemnified against expense (including attorneys' fees) actually and reasonably incurred by him in connection therewith, without the necessity for the determination as to the standard of conduct as provided in paragraph (d) of this Article EIGHTH.

(d) Any indemnification under paragraph (a) or (b) of this Article EIGHTH (unless ordered by a court) shall be made by the Corporation only as authorized in the specific case upon a determination that indemnification of the director or officer is proper in the circumstances because he has met the applicable standard of conduct set forth in paragraph (a) or (b) of this Article EIGHTH. Such determination shall be made: (1) by the Board of Directors of the Corporation by a majority vote of a quorum consisting of directors who were not parties to such action, suit, or proceeding, or (2) if such quorum is not obtainable, or, even if obtainable, if such quorum of disinterested directors so directs, by independent legal counsel (who may be regular counsel for the Corporation) in a written opinion; and any determination so made shall be conclusive.

BOOK 176 PAGE 57

000881

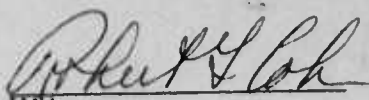
-4-

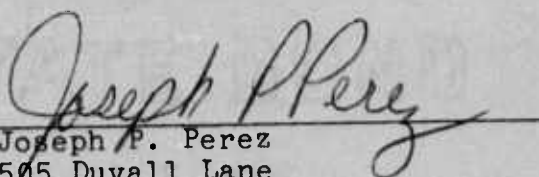
(e) Expenses incurred in defending a civil or criminal action, suit, or proceeding may be paid by the Corporation in advance of the final disposition of such action, suit or proceeding, as authorized by the Board of Directors in the specific case, upon receipt of any undertaking by or on behalf of the director or officer to repay such amount unless it shall ultimately be determined that he is entitled to be indemnified by the Corporation as authorized in this section.

(f) Agents and employees of the Corporation who are not directors or officers of the Corporation may be indemnified under the same standards set forth above, in the discretion of the Board of Directors of the Corporation.

(g) Any indemnification pursuant to this Article EIGHTH shall not be deemed exclusive of any other rights to which those indemnified may be entitled and shall continue as to a person who has ceased to be a director or officer and shall inure to the benefit of the heirs and personal representatives of such a person.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation, and I acknowledge the same to be my act on this 8th day of October, 1985.


Witness


Joseph P. Perez
505 Duvall Lane
Annapolis, Maryland 21403

000882

BOOK 176 PAGE 58

02

13

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME NO. DAY YEAR

11:19

10/18/85

20	CHG. & CLP. FEE
20	RECORDING FEE
	LICENSEE REGISTRATION FEE
	OTHER
40	TOTAL
	CASH <input type="checkbox"/> APPROVED BY
	CHECK <input checked="" type="checkbox"/> A

(50)

att

Robert Cohn

4720 Montgomery La. #912

Bethesda, Md 20814

0000 0058

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 176 Page 59

ARTICLES OF INCORPORATION
OF
J & J MARINE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

OF MARYLAND OCTOBER 18, 1985 AT 11:19 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2755, FOLIO 000877, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID

\$ 20

RECORDING FEE PAID:

\$ 20

SPECIAL FEE PAID:

\$

D2018513

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.



Gal B. Ashman

A 187856

000868

BOOK 176 PAGE 60

1985 OCT 18 A 10:31

ARTICLES OF INCORPORATION
OF SCHAFER ROOFING, INC.

A Maryland Close Corporation

THIS IS TO CERTIFY:

That we, the subscribers, H. Erle Schafer and Douglas E. Schafer whose address is 210 Crain Hwy., S.W., Glen Burnie, MD 21061, being of full legal age do, under and by virtue of the general Laws of the State of Maryland, authorizing the formation of corporations, associate themselves for the purpose of forming a corporation.

ARTICLE I, NAME

The name of the Corporation (which hereafter is called the Corporation), is SCHAFER ROOFING, INC.

ARTICLE II, PURPOSE

The purpose for which the Corporation is formed and the business and objects to be carried on and promoted by it are as follows:

To manufacture, purchase, sell, and deal in, apply, lay, construct, install, and repair roofing, whether of tin, copper, or other metal, slate, wood, tile, paper, tar, slag, gravel, composition, or other substance, and all kinds of roofing materials and supplies, cornices, ventilators, smoke pipes and stacks, dust collectors, leaders, gutters, valleys, and all parts and things used in the construction of buildings; to manufacture, work, and deal in sheet metal and copper and all

RECEIVED FOR RECORD
CIRCUIT COURT, BALTIMORE COUNTY
1986 FEB 25 AM 9:07

E AUBREY COLLISON
CLERK

52318217

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BOOK 176 PAGE 61

things made wholly or partly therefrom.

ARTICLE III, ADDRESS AND RESIDENT AGENT

The principal office of the Corporation shall be maintained at 210 Crain Hwy., S.W., Glen Burnie, MD 21061. The Resident Agent shall be H. Erle Schafer, 210 Crain Hwy., S.W., Glen Burnie, MD 21061, said Resident Agent is a citizen of the State of Maryland, and actually resides therein.

ARTICLE IV, STATUS OF CORPORATION

The Corporation shall exist as a close corporation, until such time as the Shareholders shall by unanimous written consent file Articles of Amendment to change such status.

ARTICLE V, DIRECTORS

The Corporation shall have two directors, and H. Erle Schafer and Douglas E. Schafer shall act as such until the first annual meeting, or until their successors are duly chosen and qualified.

ARTICLE VI, CAPITAL STOCK

The total amount of authorized stock of the Corporation is Five Thousand Shares of common stock of no par value.

The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock, without par value, for such considerations as the said Board of Directors may deem advisable, irrespective of the value or amount of such considerations, after first obtaining the unanimous approval of all shareholders of the Corporation.

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BOOK 176 Page 62

ARTICLE VII, AMENDMENTS

The Corporation upon unanimous approval of the shareholders, reserves the right to make from time to time any amendments of its charter which may now or hereafter be authorized by law.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation, this 1st day of October, 1985, and acknowledge the same to be our act.

Witness:

Debra L. Millsap

H. Erle Schafer

H. Erle Schafer

Debra L. Millsap

Douglas E. Schafer

Douglas E. Schafer

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CLERKS NOTATION
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BOOK 176 PAGE 63

ARTICLES OF INCORPORATION FOR	SCHAFER ROOFING, INC.	WILLIAM TURC, P.A. ATTORNEY AT LAW 7 CENTRAL AVENUE GLEN BURNIE, MARYLAND 21061
--	-----------------------	--

52

01 02

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 10:37 NO. 10/18/85 DAY YEAR

20	ORG. & CAP. TAX
20	RECORDING TAX
20	LIMITED PARTNERSHIP FEE
40	OTHER
40	CASH <input type="checkbox"/> APPROVED BY <input checked="" type="checkbox"/>
40	TOTAL CHECK <input checked="" type="checkbox"/> #

at

CLERKS NOTATION
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AVAILABLE

BOOK 176 Page 64
ARTICLES OF INCORPORATION
OF
SCHAFER ROOFING, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND OCTOBER 18, 1985 AT 10:37 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2755, FOLIO 000867 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID:
\$ 20

RECORDING FEE PAID:
\$ 20

SPECIAL FEE PAID:
\$

D2018497

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.

G. B. Arthur



A 187854

COMMUNITY ACTIVITY BOARD, INC.

ARTICLES OF INCORPORATION

1985 OCT 22

JD

FIRST: The undersigned: Donna Doyle, whose post office address is 1718 Urby Drive, Crofton, Maryland 21114; Carole Mills, 1723 Torrington Place, Crofton, Maryland 21114; Jean Oakes, 1731 Crofton Parkway, Crofton, Maryland 21114; Karen McIntosh, 1703 Spynburne Avenue, Crofton, Maryland 21114; Donna Scott, 1703 Fernham Court, Crofton, Maryland 21114, being at least eighteen years of age, do hereby form a corporation under the general laws of the state of Maryland.

SECOND: The name of the corporation is:

COMMUNITY ACTIVITY BOARD, INC.

THIRD: The purpose for which the Corporation is formed is as follows:

TO ESTABLISH AND OPERATE A COMMUNITY CENTER FOR THE CROFTON COMMUNITY.
TO PROVIDE A SAFE ENVIRONMENT FOR ALTERNATIVE ACTIVITIES FOR TEENAGE YOUTH.

✓ FOURTH: The post office address of the principal office of the Corporation in Maryland and the name and post office address of the resident agent in Maryland are Donna Doyle, 1718 Urby Drive, Crofton, Maryland 21114.

FIFTH: THE CORPORATION SHALL NOT BE AUTHORIZED TO ISSUE CAPITAL STOCK.

SIXTH: The number of directors of the Corporation shall be five (5), which number may be increased or decreased pursuant to the by-laws of the Corporation, and the names of the directors who shall act until the first meeting or until their successors are duly chosen and qualified are: Donna Doyle, Karen McIntosh, Carole Mills, Jean Oakes, Donna Scott.

SEVENTH: The Duration of the Corporation shall be perpetual

IN WITNESS WHEREOF, WE have signed these ARTICLES OF INCORPORATION on October 17th, Nineteen Hundred and Eighty-five, and severally acknowledge the same to be our act.

Donna Doyle
Donna Doyle

Carole Mills
Carole Mills

Jean V. Oakes
Jean Oakes

Karen McIntosh
Karen McIntosh

Donna Scott
Donna Scott

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 FEB 25 AM 9:07

E. AUBREY COLLISON
CLERK

52958217

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BOOK 176 PAGE 66

(02) 15

(52)

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 9:52 MO. DAY YEAR 10-22-85

Non Stock

20	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL
	CASH <input type="checkbox"/> APPROVED BY
	CHECK <input checked="" type="checkbox"/> <i>[Signature]</i>

Donna Doyle
1718 W. 17th Ave
Crofton, Md 21114

0000 0066

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 176 PAGE 67

ARTICLES OF INCORPORATION
OF
COMMUNITY ACTIVITY BOARD, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND OCTOBER 22, 1985 AT 09:52 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2755 , FOLIO 000816 , OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID:
\$ 20

RECORDING FEE PAID:
\$ 20

SPECIAL FEE PAID:
\$

U2018406

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.

G. B. Quinn



A 187846

BOOK 176 PAGE 68

000807

ARTICLES OF INCORPORATION
OF
BEAUTY BY JACKIE, INC.

1985 OCT 22 A 9:46

FIRST: I, RICHARD R. EPPLE, JR., whose post office address is 45 Wade Avenue, Catonsville, Maryland 21228, being at least eighteen (18) years of age, am hereby forming a close corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the Corporation (which is hereafter called the "Corporation") is

BEAUTY BY JACKIE, INC.

THIRD: The purposes for which the Corporation is formed are:

(a) To sell wholesale or retail beauty products and related services;

(b) To engage in any other business or activity which is permissible under the laws and statutes of Maryland;

(c) To enter into partnerships, joint ventures, and other business associations for any lawful purpose;

(d) To purchase, lease and otherwise acquire, hold, mortgage and otherwise dispose of all kinds of property, real, personal and mixed, both in this State and in any part of the world.

(e) To have and to exercise all powers now or hereafter conferred by the laws of the State of Maryland upon corporations organized pursuant to the General Laws under which the Corporation is organized and to any and all acts amendatory thereof and supplemental.

1986 FEB 25 AM 9:07
E. AUBREY COLLISON
CLERK

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BOOK 176 PAGE 69

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-2-

FOURTH: The post office address of the principal office of the Corporation in this State is 1148 Annis Squam Harbour, Pasadena, Maryland 21122. The name and post office address of the Resident Agent is Jacqueline E. Acree, 1148 Annis Squam Harbour, Pasadena, Maryland 21122. Said resident agent is a citizen of the State of Maryland actually residing therein.

FIFTH: The total number of shares of capital stock which the Corporation has authority to issue is Five Thousand (5,000) shares of common stock without par value and shall all be of the same class.

SIXTH: The number of directors of the Corporation shall be one (1) which number may be changed pursuant to the By-Laws of the Corporation. The name of the director, who shall act until the first annual meeting and until his successor shall be duly chosen and qualified shall be:

JACQUELINE E. ACREE

SEVENTH: Except as may otherwise be provided by the Board of Directors no holder of any shares of the stock of the Corporation shall have any pre-emptive right to purchase, subscribe for, or otherwise acquire any shares of stock of the Corporation of any class now or hereafter authorized, or any securities exchangeable for or convertible into such shares, or any warrants or other instruments evidencing rights or options to subscribe for, purchase or otherwise acquire such shares.

EIGHTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

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BOOK 176 PAGE 70

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-3-

(a) To do all and everything necessary, suitable or proper for the accomplishment of any of the purposes, attainment of any of the objects or the exercise of any of the powers herein set forth, either alone or in conjunction with other corporations, firms, or individuals, and either as principals or agents, and to do everyother act or acts, thing or things, incidental or pertinent to or growing out of or connected with the above mentioned objects, purposes or powers.

(b) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or any securities exchangeable for or convertible into such shares, or any warrants or other instruments evidencing rights or options to subscribe for, purchase or otherwise acquire such shares.

(c) The Board of Directors may classify or reclassify any unissued shares of stock of the Corporation of any class now or hereafter authorized by fixing or altering in any one or more respects, from time to time before issuance of such shares, the preferences, rights voting powers, restrictions and qualifications of the dividends on, the times and prices of redemption of, and the conversion rights of, such shares.

(d) Any director, individually, or any firm of which any director may be a member, or any corporation or association of which any director may be an officer or director or in which any director may be interested as the holder of any amount of its capital stock or otherwise, may be a party to, or be pecuniarily or otherwise interested in, any contract or transaction of the Corporation, and in the absence of fraud no contract or other transac-

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BOOK 176 PAGE 71

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tion shall be thereby affected or invalidated; provided, however, that in the event that director, or any firm of which a director is a member, or any corporation or association of which a director may be an officer or director is so interested, such fact shall be disclosed or shall have been known to the Board of Directors of the Corporation or a majority thereof and any director of the Corporation who is also a director or officer of or interested in such other corporation or association, or who, or the firm of which he is a member, is so interested, may be counted in determining the existence of a quorum at the meeting of the Board of Directors of the Corporation which shall authorize, ratify or confirm any such contract or transaction by the affirmative vote of a majority of disinterested directors and may vote thereat to authorize, ratify, or confirm any such contract of transaction.

(e) The Corporation reserves the right to amend its charter so that such amendment may alter the contract rights, as expressly set forth in the charter, of any outstanding stock, and no objecting stockholder whose rights may or shall be thereby substantially adversely affected shall be entitled to the same rights as an objecting stockholder in the case of a consolidation or merger.

(f) To purchase, lease or otherwise acquire, hold mortgage or sell or otherwise dispose of all kinds of property, real, personal and mixed.

The enumeration and definition of a particular power of the Board of Directors included in the foregoing shall in no way be limited or restricted by reference to or inference from the terms of any other clause of this or any other article of the charter of the Corporation, or construed as or

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BOOK 176 PAGE 72

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deemed by inference or otherwise in any manner to exclude or limit any powers conferred upon the Board of Directors under the General Laws of the State of Maryland now or hereafter in force.

NINTH: The Corporation shall provide any indemnification required or permitted by the laws of Maryland and shall indemnify directors, officers, agents and employees as follows:

1. The Corporation shall indemnify any director or officer of the Corporation who was or is a party or is threatened to be made a party to any threatened, pending, or completed action, suit or proceeding, whether civil, criminal, administrative, or investigative (other than an action by or in the right of the Corporation) by reason of the fact that he is or was such director or officer or any employee or agent of the Corporation, or is or was serving at the request of the Corporation as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise, against expenses (including attorney's fees), judgments, fines, and amounts paid in settlement actually and reasonably incurred by him in connection with such action, suit, or proceeding if he acted in good faith and in a manner which he reasonably believed to be in or not opposed to the best interests of the Corporation, and, with respect to any criminal action or proceeding, had no reasonable cause to believe his conduct was unlawful. The termination of any action, suit, or proceeding by judgment, order, settlement, conviction, or upon a plea of nolo contendere or its equivalent, shall, or itself, create a rebuttable presumption that the person did not act in good faith and in a manner which he reasonably believed to be in or not opposed to the best interests of the Corporation,

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BOOK 176 PAGE 73

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and, with respect to any criminal action or proceeding, had reasonable cause to believe that his conduct was unlawful.

2. The Corporation shall indemnify any director or officer of the Corporation who was or is a party or is threatened to be made a party to any threatened, pending, or completed action or suit by or in the right of the Corporation to procure a judgment in its favor by reason of the fact that he is or was such a director or officer or any employee or agent of the Corporation, or is or was serving at the request of the Corporation as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust or other enterprise, against expenses (including attorney's fees) actually and reasonably incurred by him in connection with the defense or settlement of such action or suit if he acted in good faith and in a manner he reasonably believed to be in or not opposed to the best interest of the Corporation, except that no indemnification shall be made in respect to any claim, issue, or matter as to which such person shall have been adjudged to be liable for negligence or misconduct in the performance of his duty to the Corporation unless and only to the extent that the court in which such action or suit was brought, or any other court having jurisdiction in the premises, shall determine upon application that, despite the adjudication of liability but in view of all circumstances of the case, such person is fairly and reasonably entitled to indemnify for such expense which such court shall deem proper.

3. To the extent that a director or officer of the Corporation has been successful on the merits or otherwise in defense of any action, suit, or proceeding referred to in paragraphs 1 or 2 of this Article NINTH or in

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BOOK 176 PAGE 74

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-7-

defense of any claim, issue, or matter therein, he shall be indemnified against expense (including attorney's fees) actually and reasonably incurred by him in connection therewith, without the necessity for the determination as to the standard of conduct as provided in paragraph 4 of this Article NINTH.

4. Any indemnification under paragraph 1 or 2 of this Article NINTH (unless ordered by a court) shall be made by the Corporation only as authorized in the specific case upon a determination that indemnification of the director or officer is proper in the circumstances because he has met the applicable standard of conduct set forth in paragraph 1 or 2 of this Article NINTH. Such determination shall be made (a) by the Board of Directors of the Corporation by a majority vote of a quorum consisting of directors who were not parties to such action, suit, or proceeding or (b) if such a quorum is not obtainable, or, even if obtainable, if such a quorum of disinterested directors so directs, by independent legal counsel (who may be regular counsel for the corporation) in a written opinion; and any determination so made shall be conclusive.

5. Expenses incurred in defending a civil or criminal action, suit, or proceeding may be paid by the Corporation in advance of the final disposition of such action, suit or proceeding, as authorized in the particular case, upon receipt of an undertaking by or on behalf of the director or officer to repay such amount unless it shall ultimately be determined that he is entitled to be indemnified by the Corporation as authorized in this section.

0000 0074

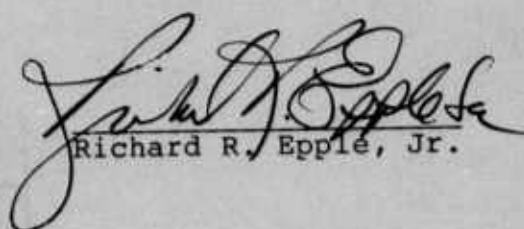
000814

BOOK 176 PAGE 75

-8-

6. Agents and employees of the Corporation who are not directors or officers of the Corporation may be indemnified under the same standards and procedures set forth above, in the descretion of the Board of Directors of Corporation.
7. Any indemnification pursuant to this Artical NINTH shall not be deemed exclusive of any other rights to which those indemnified may be entitled and shall continue as to a person who has ceased to be a director or officer and shall inure to the benefit of the heirs, executors, and adminstrators of such person.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 9th day of October, 1985, and I acknowledge the same to be my act


Richard R. Epple, Jr.

0000 0075

000815

BOOK 176 PAGE 76

02.

WB

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME MO. DAY YEAR

9:46

10 22 85

20	REG. & CAP. FEE
24	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
44	TOTAL CASH <input type="checkbox"/> CHECK <input checked="" type="checkbox"/>

(52)

stark

Richard L. Epple Jr Esq

45 Wade Ave

Catoirville, Md. 21228

0000 0076

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 176 PAGE 77
ARTICLES OF INCORPORATION
OF
BEAUTY BY JACKIE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND OCTOBER 22, 1985 AT 09:46 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2755 , FOLIO 9 000806 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID:
\$ 20

RECORDING FEE PAID:
\$ 24

SPECIAL FEE PAID:
\$

D2018380

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.

Paul B. Anderson



A 187845

BOOK 176 PAGE 78

000791

LAW ENTERPRISES, INC.

OK
A Maryland Close Corporation
Organized Pursuant to Title Four of the
Corporations and Associations Article of the
Annotated Code of Maryland

ARTICLES OF INCORPORATION

FIRST: I, REBECCA A. BRYANT, whose post office address is
231 St. Paul Place, Baltimore, Maryland 21202-2003, being at least
eighteen (18) years of age, hereby form a corporation under and by
virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereby called
the "Corporation") is Law Enterprises, Inc..

THIRD: The Corporation shall be a close corporation as
authorized by Title Four of the Corporations and Associations Article
of the Annotated Code of Maryland, as amended.

FOURTH: The purposes for which the Corporation is formed are:

(1) To engage in the dispensing of alcoholic beverages and/or
food, operating as a bar and/or restaurant and generally to purchase
or otherwise acquire restaurants and/or taverns and to own, hold,
lease, rent, or sell such business or businesses.

(2) To do anything permitted by Section 2-103 of the
Corporations and Associations Article of the Annotated Code of Maryland,
as amended from time to time.

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 FEB 25 AM 9:07

E. AUBREY COLLISON
CLERK

52958206

0000 0078

BOOK 176 PAGE 79

000792

FIFTH: The post office address of the principal office of the Corporation in this State is: 1050 Cape St. Claire Shopping Center, Annapolis, MD, 21401.

The name and post office address of the Resident Agent of the Corporation in this State is: Rebecca A. Bryant, Esquire, 231 St. Paul Place, Baltimore, MD 21202. Said Resident Agent is an individual actually residing in this State.

SIXTH: The total number of shares of capital stock which the Corporation has authority to issue is one thousand shares of common stock, without par value.

SEVENTH: The corporation elects to have no Board of Directors Until the election to have no Board of Directors becomes effective, there shall be one (1) director, whose name is Leroy A. Wade, Jr.

EIGHTH: (1) As used in this Article EIGHTH, any word or words that are defined in Section 2-418 of the Corporations and Associations Article of the Annotated Code of Maryland (the "Indemnification Section"), as amended from time to time, shall have the same meaning as provided in the Indemnification Section.

(2) The Corporation shall indemnify a present or former director or officer of the Corporation in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section.

(3) With respect to any corporate representative other than a present or former director or officer, the Corporation may indemnify such corporate representative in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section; provided, however, that to the extent a corporate representative other than a present or former director or officer successfully defends on the merits or otherwise any proceeding referred to in subsections (b) or (c) of the Indemnification Section or any claim, issue or matter raised in such proceeding, the Corporation shall not indemnify such corporate representative other than a present or former director or officer under the Indemnification Section unless and until it shall have been determined and authorized in the specific case by (i) an affirmative vote at a duly constituted meeting of a majority of the Board of Directors who were not parties to the proceeding; or, (ii) an affirmative vote at a duly constituted meeting of a majority of all the votes cast by stockholders who were not parties to the proceeding, that indemnification of such corporate representative other than a present or former director or officer is proper in the circumstances.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 21st day of October, 19 85, and I acknowledge the same to be my act.

Rebecca A. Bryant
Rebecca A. Bryant

0000 0079

000793

BOOK 176 PAGE 80

02 15

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 9:45 MO. 10 DAY 22 YEAR 85

52	ORG. & CAP. FEE	
20	RECORDING FEE	
20	LIMITED PARTNERSHIP FEE	
	OTHER	
40	TOTAL CASH	<input checked="" type="checkbox"/>
	CHECK	<input checked="" type="checkbox"/>

Mark

Rebecca A Bryant-Guy
231 H Paul Pl.
Baltimore Md.

21203-2003

0000 0080

CLERKS NOTATION
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AVAILABLE

BOOK 176 PAGE 81

ARTICLES OF INCORPORATION
OF
LAW ENTERPRISES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND OCTOBER 22, 1985 AT 09:45 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2755 , FOLIO 000790 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID
\$ 20

RECORDING FEE PAID
\$ 20

SPECIAL FEE PAID
\$

02018356

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.

G. B. Ashman



A 187843

000704

BOOK 176 PAGE 82

ARTICLES OF INCORPORATION
OF
FINANCIAL MANAGEMENT ASSOCIATES, INC.

FIRST: I, Alan F. Patrick, whose post office address is 507 Marc Road, Millersville, Maryland 21108, being at least eighteen (18) year of age, hereby form a Corporation under and by virtue of the general Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter referred to as the "Corporation") is Financial Management Associates, Inc.

THIRD: The purposes for which the Corporation is formed are:

(1) To provide a broad range of financial services to the public, including but not limited to, life and health insurance, IRAs, annuities, pension plans, tax consulting, property and casualty insurance, and other financial products.

(2) To do anything permitted by Section 2-103 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time.

FOURTH: The post office address of the principal office of the Corporation in this State is 507 Marc Road, Millersville, Maryland 21108. The name and post office address of the Resident Agent of the Corporation in this State is Alan F. Patrick. Said Resident Agent is an individual actually residing in this State.

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 FEB 25 AM 9:07

E. AUBREY COLLISON
CLERK

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52948555

0000 0082

BOOK 176 PAGE 83

000705

FIFTH: The total number of shares of capital stock which the Corporation has authority to issue is five thousand shares of common stock, without par value.

SIXTH: The number of Directors of the Corporation shall be four (4) which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than three (3), provided that:

(1) If there is no common stock outstanding, the number of Directors may be less than three but not less than one; and

(2) If there is stock outstanding and so long as there are less than three stock holders, the number of directors may be less than three but not less than the number of stockholders.

The names of the Directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are:

Alan F. Patrick
Stephen R. Matters
George DeAngelis, Jr.
James E. Long

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the Directors and Stockholders:

(1) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities, convertible into shares of stock of

BOOK 176 PAGE 84

000706

any other class or classes, whether now or hereafter authorized.

(2) The Board of Directors of the Corporation may classify or reclassify any unissued shares by fixing or altering in any one or more respects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of the dividends on, the times and prices of redemption of, and the conversion rights of, such shares.

The enumeration and definition of a particular power of the Board of Directors including the foregoing shall in no way be limited or restricted by reference or inference from the terms of any other clause of this or any other article of the Charter of the Corporation, or construed as or deemed by inference or otherwise in any manner to exclude or limit any powers conferred upon the Board of Directors under the General Laws of the State of Maryland now or hereafter in force.

EIGHTH: Except as may otherwise be provided by the Board of Directors of the Corporation, no holder of any shares of the stock of the Corporation shall have any pre-emptive right to purchase, subscribe for, or otherwise acquire any shares of stock of the Corporation of any class now or hereafter authorized, or any securities exchangeable for or convertible into such shares, or any warrants or other instruments evidencing such rights or options to subscribe for, purchase or otherwise acquire such shares.

BOOK 170 146 85

000707

IN WITNESS WHEREOF, I have signed these Articles of
Incorporation this 15th day of October, 1985, and I
acknowledge the same to be my act.

Alan F. Patrick
Alan F. Patrick

STATE OF MARYLAND
CITY/COUNTY OF ANNE ARUNDEL

To Wit:

I hereby certify that upon this 15th day of October,
1985, before me, the subscriber, a Notary Public in and for the
City/County and State aforesaid, personally appeared ALAN F.
PATRICK, known to me or satisfactorily proven to me and he made
oath in due form of law that the matters and facts stated in the
aforegoing Articles of Incorporation are true and correct to the
best of his knowledge, information and belief, and he has signed
said document as his own free act and deed.

As witness my hand and notarial seal.

Linda P. Schutty
Notary Public

My Commission expires: 7/1/86

BOOK 176 PAGE 86

000708

02

REC OCT 21 AM 01

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME	MO.	DAY	YEAR
11:01	10	21	85
20	ORG. & CAP. FEE		
20	RECORDING FEE		
	LIMITED PARTNERSHIP FEE		
	OTHER		
40	TOTAL CASH <input type="checkbox"/> CHECK <input checked="" type="checkbox"/> - A		

10

sth

Floam & Kleid
1118 N. Calvert St.
Baltimore, Md 21202

0000 0086

CLERKS NOTATION
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BOOK 176 PAGE 87
ARTICLES OF INCORPORATION
OF
FINANCIAL MANAGEMENT ASSOCIATES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND OCTOBER 21, 1985 AT 11:01 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2755, FOLIO 000703 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID
\$ 20

RECORDING FEE PAID
\$ 20

SPECIAL FEE PAID
\$

D2018190

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.



Paul B. Arundel

A 187829

ARTICLES OF INCORPORATION
OF
ONE HOUR SEVERN DRY CLEANERS, INC.

FIRST, I, WILLIAM J. SCOTT, whose post office address is 13521 Orion Drive, Dayton, Maryland 21036, being at least eighteen (18) years of age, do hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the Corporation) is:

ONE HOUR SEVERN DRY CLEANERS, INC.

THIRD: The purposes for which the Corporation is formed are as follows:

(a) To engage in the business of the operation of a dry cleaning business and the operation of a dry cleaning plant and to engage in all other activities related thereto or connected therewith.

(b) To purchase, lease or otherwise acquire, hold, use, develop, improve, sell, exchange, let, mortgage, or in any manner encumber, deal in, or dispose of real property wheresoever situated.

(c) To manufacture, lease, purchase or otherwise acquire, alter, improve, develop, hold, mortgage, pledge, sell, transfer, exchange, or in any manner encumber, deal in, or dispose of personal property, chattels, chattels real, choses in action, notes, bonds, mortgages and securities.

(d) To purchase, lease or otherwise acquire, all or any part of the property, rights, businesses, contracts, good will, franchises and assets of every kind, of any corporation, co-partnership or individual (including the estate of a decedent), carrying on or having carried on any other businesses that the Corporation may be authorized to carry on, and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof, and to pay for any such property, rights, business, contracts, good will, franchises or assets by the issue, in accordance with the laws of Maryland, of stock, bonds, or other securities of the Corporation or otherwise.

(e) To apply for, obtain, purchase, or otherwise acquire, any patents, copyrights, licenses, trademarks, tradenames, rights, processes, formulae, and the like, which might be used for any of the purposes of the Corporation; and to use, exercise, develop, grant licenses in respect of, sell, and otherwise turn to account, the same.

(f) To purchase or otherwise acquire, hold and reissue shares of its capital stock of any class; and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge or otherwise dispose of, any shares of stock of, or voting trust certificates for any shares of stock of, or any bonds or other securities, or other interests in, or evidences of indebtedness issued or created by, any other corporation, or any general partnership, limited partnership, or joint venture or association, organized under the laws of the State of Maryland, or any other state, territory,

1

1985 OCT 21 A 10:58

RECEIVED FOR RECORD
CIRCUIT COURT, BALTIMORE COUNTY

1986 FEB 25 AM 9:08

E. AUBREY COLLISON
CLERK

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district, colony or dependency of the United States of America, or of any foreign country; and while the owner or holder of any such shares of stock, voting trust certificates, bonds or other obligations or interest, to possess and exercise in respect thereof any and all the rights, powers, and privileges of ownership, including the right to vote on any shares of stock or other interest so held or owned; and upon a distribution of the assets or a division of the profits of this Corporation, to distribute any such shares of stock, voting trust certificates, bonds or other obligations or interests, or the proceeds thereof, among the stockholders of this Corporation.

(g) To guarantee the payment of dividends upon any shares of stock of, or the performance of any contract by, any other corporation or association, whether or not the Corporation has an interest therein, and to endorse or otherwise guarantee the payment of the principal and interest, or either of any bonds, debentures, notes, securities or other evidences of indebtedness created or issued by any other corporation, except that in no way shall the Corporation act as a surety company.

(h) To loan or advance money with or without security, without limit as to amount; and to borrow or raise money for any of the purposes of the Corporation and to issue bonds, debentures, notes or other obligations of any nature, and in any manner permitted by law, for money so borrowed or in payment for property purchased, or for any other lawful consideration, and to secure the payment thereof and the interest thereon, by mortgage upon, pledge, or conveyance or assignment in trust of, the whole or any part of the property of the Corporation, real or personal including contract rights, whether at the time owned or thereafter acquired; and to sell, pledge, discount or otherwise dispose of such bonds, notes or other obligations of the Corporation for its corporate purpose.

(i) To carry on any of the businesses hereinbefore enumerated for itself, or for the account of others, or through others for its own account, and to carry on any other business which may be deemed by it to be calculated, directly or indirectly, to effectuate or facilitate the transaction of the aforesaid objects or businesses, or any of them, or any part thereof, or to enhance the value of its property, business or rights.

(j) To carry out all or any part of the aforesaid purposes, and to conduct its business in all or any of its branches in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries; and to maintain offices and agencies in any or all states, territories, districts, colonies and dependencies of the United States of American and in foreign countries.

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation of, the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the Corporation, and the said Corporation shall enjoy and exercise all of the powers and rights now or hereafter conferred by statute upon corporations. Nothing herein

contained shall be deemed to authorize or permit the Corporation to carry on any business or exercise any power or do any action which a corporation formed under the laws of the State of Maryland may not at the time lawfully carry on or do.

FOURTH: The post office address of the principal office of the Corporation in this State is 2622 Annapolis Road, Severn, Maryland, 21144. The name and post office address of the resident agent of the Corporation in this State is William J. Scott, 13521 Orion Drive, Dayton, Maryland, 21036. Said agent is an individual actually residing in this State.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is Five Thousand (5,000) without nominal or par value.

SIXTH: The number of Directors of the Corporation shall be four (4), which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than the number of stockholders of the Corporation, and the name of the Directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are:

Dong P. Park
Sue Y. Park
and
Sue Stevens
Richard R. Stevens

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

(a) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of stock of any class, whether now or hereafter authorized, and securities convertible into shares of its stock of any class, whether now or hereafter authorized for such consideration as said Board of Directors may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the Corporation.

(b) No contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the directors of this Corporation are pecuniarily or otherwise interested in or are directors or officers of such other corporation; any director, individually, or any firm of which any director may be a member, may be a party to or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any director of this Corporation who is also a director or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested.

(c) The Board of Directors shall have power from time to time to fix and determine and to vary the amount of working capital of the Corporation, to determine whether any, and if any, what part of the surplus of the Corporation or of the net profits arising from its business shall be declared in dividends and paid to the stockholders, and to direct and determine the use and disposition of any such surplus or net profits. The Board of Directors may in its discretion use and apply any of such surplus or net profits in purchasing or acquiring any of the shares of the stock of the Corporation, or any of the bonds or other evidences of indebtedness of the Corporation, to such extent as the Board of Directors shall deem expedient.

(d) The Corporation reserves the right to make from time to time any amendments to its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any class of its stock by classification, reclassification or otherwise. Any such amendment shall be valid if authorized by the same vote and procedure as are required in the case of charter amendments not changing the terms of outstanding stock.

(e) (1) To the extent permitted by Maryland law from time to time in effect and subject to the provisions of subparagraph (2) of this Section (3), the Corporation shall indemnify any person who was or is a party or is threatened to be a party to any threatened, pending or completed action, suit or proceedings, whether civil, criminal, administrative or investigative (whether or not by or in the right of the Corporation) by reason of the fact that he is or was a director or officer of the Corporation, or is or was serving at the request of the Corporation as a director or officer of another corporation, partnership, joint venture, trust or other enterprise, against expense (including attorney's fees) judgements, fines and amounts paid in settlement actually reasonably incurred by him in connection with such action, suit or proceeding if he acted in good faith and in a manner he reasonably believed to be in or not opposed to the best interest of the Corporation, and, with respect to any criminal action or proceedings, had no reasonable cause to believe his conduct was unlawful.

(2) Any indemnification under subparagraph (1) of this Section (e) (unless ordered by court) shall be made by the Corporation only as authorized in the specific case upon determination that indemnification of the director, officer, employee or agent is proper in the circumstances because he has met the applicable standard of conduct set forth in subparagraph (1). Such determination shall be made (i) by the Board of Directors by a majority vote of a quorum consisting of directors who were not parties to such action, or proceeding, or (ii) if such a quorum of disinterested directors so directs, by independent legal counsel (compensated by the Corporation) in a written opinion, or (iii) by the stockholders.

(3) If a director or officer of the Corporation has been successful on the merits or otherwise as party to any action, suit or proceeding referred to in subparagraph (1) of this Section (e), or with respect to any claim, issue or matter therein (to the extent that a portion of his expenses can be reasonably allocated thereto), he shall be indemnified against expenses (including attorney's fees), actually and reasonably incurred by him in connection therewith.

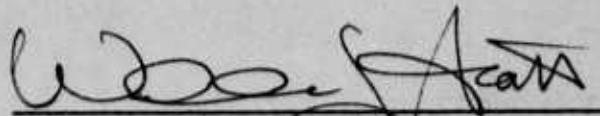
(4) Expenses (including attorneys' fees) incurred in defending a civil or criminal action, suit or proceedings may be paid by the Corporation in advance of the final disposition thereof if authorized in the specific case by a preliminary determination following one of the procedures set forth in subparagraph (2) hereof that the director, officer, employee or agent met the applicable standard of conduct set forth in subparagraph (1) and upon receipt of an undertaking by or on behalf of the director or officer reasonably assuring that such amount will be repaid unless it shall ultimately be determined that he is entitled to be indemnified by the Corporation as authorized in this subparagraph.

(5) The indemnification provided by this Section (e) shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any by-law, agreement, vote of the stockholders or disinterested directors, or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director or officer and shall inure to the benefit of the heirs, executors and administrators of such a person.

(6) The Corporation may purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the Corporation or is or was serving at the request of the Corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise against any liability asserted against him and incurred by him in any such capacity, or arising out of his status as such, whether or not the corporation would have the power to indemnify him against such liability under the provisions of this Article or Subtitle 4, Section 2-418 of the Corporations and Associations Article of the Annotated Code of Maryland.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on this 17th day of October, 1985, and I acknowledge the same to be my act, and that to the best of my knowledge, information and belief all matters and facts stated herein are true in all material respects and that this statement is made under the penalties of perjury.



William J. Scott

ON

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BOOK 176 PAGE 93

000684

CLERKS NOT
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AVAILA

BOOK 176 PAGE 93

02

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 10:58 MO. DAY YEAR 10 21 85

20	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL CASH <input type="checkbox"/> APPROVED BY
	CHECK <input checked="" type="checkbox"/> 11/11/85

18

nth

William Scott
Georgetown Office Center
White Flint Mall
North Bethesda, Md 20895

0000 0093

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 176 PAGE 94

ARTICLES OF INCORPORATION
OF
ONE HOUR SEVERN DRY CLEANERS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND OCTUBER 21, 1985 AT 10:58 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2755, FOLIO 000678, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID
\$ 20

RECORDING FEE PAID
\$ 20

SPECIAL FEE PAID
\$

D2018158

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.

Paul B. Quinn



A 187825

PERSONAL TOUCH CANDIES, INC.
ARTICLES OF INCORPORATION

(A CLOSE CORPORATION UNDER TITLE 4
OF THE CORPORATIONS AND ASSOCIATIONS ARTICLE)

FIRST: THE UNDERSIGNED, Ira J. Wagonheim, whose post office address is 373 Gambrills Road, Gambrills, Maryland 21054, being at least eighteen (18) years of age, does hereby act as an incorporator with the intention of forming a corporation under and by virtue of General Laws of the State of Maryland.

SECOND: The name of the Corporation (which is hereinafter called the Corporation) is:

PERSONAL TOUCH CANDIES, INC.

THIRD: The purposes for which the Corporation is formed are as follows:

(a) To manufacture, sell, offer for sale, distribute, and dispose of at wholesale or retail any and all kinds of candies and confectioneries, and to that end to purchase any and all raw materials and supplies necessary and convenient to such manufacture and sale; and generally to deal in candy and confectionery products.

(b) To acquire the good will, right and property and to undertake the whole or any part of the assets or liabilities of any person, firm, association or corporation, to pay for the same in cash, the stock of this corporation, bonds or otherwise, in the manner permitted by law; to hold or in any manner dispose of the whole or any part of the property so purchased; to conduct in any lawful manner the whole or any part of the business so acquired, and to exercise all the powers necessary or convenient in and about the conduct and management of such business.

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CIRCUIT COURT, BALTIMORE COUNTY

1986 FEB 25 AM 9:08

E. AUDREY COLLISON
CLERK

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BOOK 176 PAGE 96

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(c) To purchase, lease, or otherwise acquire property, real, personal or mixed, and to own, hold, sell, lease, convey, exchange, encumber by mortgage or by deed of trust, and otherwise deal in, utilize or dispose of such property, real, personal or mixed, and also any rights, interests, equities, mortgages and options in, upon or affecting any property.

(d) To do all other things, and to exercise all other powers that may be necessary or appropriate in the exercise of the powers hereinabove set forth, and also all of the powers conferred upon the Corporation by the General Corporation Laws of the State of Maryland, now or hereafter in force.

✓
FOURTH: The post office address of the principal office of the Corporation in this State is 2301 Four Seasons Drive, Gambrills, Maryland 21054. The name and address of the resident agent of the Corporation is DEANE A. PICANSO, 2301 Four Seasons Drive, Gambrills, Maryland 21054. Said resident agent is an individual actually residing in this State.

FIFTH: After completion of the organizational meeting of the director and the issuance of one or more shares of stock of the Corporation, the Corporation shall have no board of directors. Until such time, the Corporation shall have one director, whose name is Ira J. Wagonheim.

SIXTH: The total number of shares of stock which may be issued by the Corporation is Four Hundred Fifty (450) shares having no par value, all of one class.

SEVENTH: The Corporation shall be a close corporation, under and by virtue of Title 4 of the Corporations and Associations Article of the Annotated Code of Maryland.

EIGHTH: The duration of the Corporation shall be perpetual.

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IN WITNESS WHEREOF, I have signed these Articles of Incorporation on this day of , 1985.

Ira J. Wagonheim
Ira J. Wagonheim

THE UNDERSIGNED, Ira J. Wagonheim, who executed the foregoing Articles of Incorporation, of which this certificate is made a part, hereby acknowledges the foregoing Articles of Incorporation to be his act and further certifies that, to the best of his knowledge, information and belief, the matters and facts set forth herein are true in all material aspects, under the penalties of perjury.

Ira J. Wagonheim
Ira J. Wagonheim

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(52)

PERSONAL TOUCH CANDIES, INC.

**CERTIFIED
COPY MADE**

(02) 13

ARTICLES OF INCORPORATION

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

DATE 10:09 10-21-85

20	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL, CASH <input type="checkbox"/> CHECK <input checked="" type="checkbox"/>

APPROVED BY
IRA J. WOODBURN

ATTORNEY AT LAW
DOWNTOWN GAMBRILLS II
375 GAMBRILLS ROAD
GAMBRILLS, MARYLAND 21054

Stark

CLERKS NOTATION
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AVAILABLE

BOOK 176 PAGE 99

ARTICLES OF INCORPORATION
OF
PERSONAL TOUCH CANDIES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

OF MARYLAND OCTOBER 21, 1985 AT 10:09 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2755, FOLIO 0006.35 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID:
\$ 20

RECORDING FEE PAID
\$ 20

SPECIAL FEE PAID
\$

D2018075

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.

G. B. Arundel



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BOOK 176 PAGE 100

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ARTICLES OF INCORPORATION
OF

LEO DEVELOPMENT COMPANY

A Close Corporation

FIRST: I, Michael S. Molinaro, whose post office address is 8651 Baltimore National Pike, Ellicott City, Maryland 21043, being at least eighteen (18) years of age, hereby form a CLOSE CORPORATION under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the Corporation (which is hereafter referred to as the "Corporation") is LEO DEVELOPMENT COMPANY.

THIRD: The purposes for which the Corporation is formed are:

(1) To engage in the business of developing real estate.

(2) To acquire by purchase, lease, gift, devise, or otherwise and to own, use, hold, sell, convey, exchange, lease, mortgage, work, improve, develop, divide, and otherwise handle, deal in, and dispose of real estate, real property, and any other interest or right in such property whether as principal, agent, or broker or otherwise, and to manage, operate, service, equip, furnish, alter, and keep in repair dwellings, apartment houses, hotels, office buildings, and real and personal property of every kind, nature and description, and generally to do anything and every thing necessary and proper and to the extent permitted by law in connection with owning, managing, leasing and operating real and personal property of any and all kinds.

(3) To engage in and conduct a general agency business, to act and to appoint others to act, as general agent, special agent, broker, factor, sales agent, and sales representative for individuals, firms, associations and corporations in the purchase, sale, development, and acquisition of real and personal property of every kind and description.

(4) To manage or administer as agent the business or property of any corporation, firm, or person carrying on an authorized business, and to sell or dispose of, receive and make disbursements for, or arrange for the management or administration of the business or property of any corporation, firm, or person, and to act as agent, broker, consignee or factor of others in buying, selling, and managing of realty,

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COURT CLERK, A.A. COURT:

1986 FEB 25 AM 9:08

E. AUDREY COLLISON
CLERK

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BOOK 176 PAGE 101

000532

personalty, and services of any kind, and to make contracts with others in reference to the purchasing and acquiring of the same.

(5) To engage in and carry on any other business which may conveniently be conducted in conjunction with any of the business of the corporation.

(6) To acquire all or any part of the good will, rights, property and business of any person, firm, association or corporation heretofore or hereafter engaged in any business similar to any business which the corporation has the power to conduct, and to hold, utilize, and enjoy in any manner dispose of the whole or any part of the rights, property and business so acquired, and to assume in connection therewith any liabilities of any such person, firm, association, or corporation.

(7) To apply for, obtain, purchase or otherwise acquire, any patents, copyrights, licenses, trademarks, trade names, rights, processes, formulas, and the like, which may seem capable of being used for any of the purposes of the Corporation; and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account, the same.

(8) To acquire by purchase, subscription, or in any other manner, take, receive, hold, use, employ, sell, assign, transfer, exchange, pledge, mortgage, lease, dispose of and otherwise deal in and with, any shares of stock, shares, bonds, debentures, notes, mortgages and other obligations, and any certificates, receipts, warrants or other instruments evidencing rights or options to receive, purchase or subscribe for the name or representing any other rights or interests therein or in any property or assets, issued or created by any persons, firms, associations, corporations, syndicates, or by any governments or subdivisions thereof; and to possess and exercise in respect thereof any and all the rights, powers and privileges of individual holders.

(9) To aid in any manner any person, firm, association, corporation or syndicate, of which any shares, bonds, debentures, notes, mortgages, or other obligations, or any certificates, receipts, warrants, or other instruments evidencing rights or options to receive, purchase or subscribe for the same, or representing any other rights or interests therein, are held by or for this Corporation, or in the welfare of which this Corporation shall have any interest, and to do any acts or things designed to protect, preserve, improve, and enhance the value of any such property or interest, or any other property of this Corporaton.

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(10) To guarantee the payment of dividends upon any shares of stock or shares in, or the performance of any contract by, any other corporation or association in which this Corporation has an interest, and to endorse or otherwise guarantee the payment of the principal and interest, or either, of any bonds, debentures, notes or other evidences of indebtedness created or issued by any such other corporation or association.

(11) To carry out all or any part of the foregoing objects as principal, factor, agent, contractor, or otherwise, either alone or through or in conjunction with any person, firm, association or corporation, and, in carrying on its business and for the purpose of attaining or furthering any of its objects and purposes, to make and perform any contracts and to do any acts or things and to exercise any powers suitable, convenient or proper for the accomplishment of any of the objects and purposes herein enumerated or incidental to the powers herein specified, or which at any time may appear conducive to or expedient for the accomplishment of any of such objects and purposes.

(11) To carry out all or any part of the aforesaid objects and purposes, and to conduct its business in all or any of its branches, in any or all states, territories, districts and possessions of the United States of America and in foreign countries; and to maintain offices and agencies in any or all states, territories, districts, and possessions of the United States of America and in foreign countries.

(12) The foregoing objects and purposes shall, except when otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause of this or any other article of these Articles of Incorporation or of any amendment thereto, and shall each be regarded as independent, and construed as powers as well as objects and purposes.

(13) The Corporation shall be authorized to exercise and enjoy all the powers, rights, and privileges granted to, or conferred upon, corporations of a similar character by the General Laws of the State of Maryland now or hereafter in force, and the enumeration of the foregoing powers shall not be deemed to exclude any powers, rights or privileges so granted or conferred.

FOURTH: The post office address of the principal office of the Corporation in this State is 871 Walnut Lane, Crownsville, Maryland 21032. The name and post office address of the Resident Agent of the Corporation in this State is Betty Hetrick with

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BOOK 176 PAGE 103

an address at 871 Walnut Lane, Crownsville, Maryland 21032 . Said Resident Agent is an individual actually residing in this State.

FIFTH: The total number of shares of capital stock which the Corporation has authority to issue is one thousand (1,000) shares of Common Stock without par value.

SIXTH: The number of directors of the Corporation shall be two (2). The Corporation shall, at the time of the organizational meeting of directors and the issuance of at least two shares of stock of the Corporation are completed, have no Board of Directors. The names of the initial directors are Betty Hetrick and Eileen A. Richter.

SEVENTH: The corporation shall be a close corporation under the laws of the State of Maryland.

EIGHTH: (1) As used in this Article EIGHTH, any word or words that are defined in Section 2-418 of the Corporations and Associations Article of the Annotated Code of Maryland (the "Indemnification Section"), as amended from time to time, shall have the same meaning as provided in the Indemnification Section; (2) The Corporation shall indemnify a present or former director or officer of the Corporation in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section; (3) With respect to any corporate representative other than a present or former director or officer, the Corporation may indemnify such corporate representative in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section; provided, however, that to the extent a corporate representative other than a present or former director or officer successfully defends on the merits or otherwise any proceeding referred to in subsections (b) or (c) of the Indemnification Section or any claim, issue or matter raised in such proceeding, the Corporation shall not indemnify such corporate representative other than a present or former director or officer under the Indemnification Section unless and until it shall have been determined and authorized in the specific case by (i) an affirmative vote, at a duly constituted meeting of a majority of the Board of Directors who were not parties to the proceeding; or (ii) an affirmative vote, at a duly constituted meeting of a majority of all the votes cast by stockholders entitled to vote who were not parties to the proceeding, that indemnification of such corporate representative other than a present or former director or officer is proper in the circumstances.

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BOOK 176 PAGE 104

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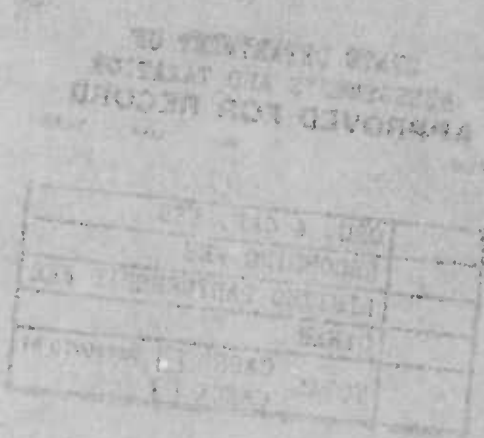
IN WITNESS WHEREOF, I have signed these Articles of Incorporation and
acknowledged the same to be my act this 21st day of October, 1985.

WITNESS:

Ann L. Ennis

Michael S. Molinaro
MICHAEL S. MOLINARO

MSM/rmh/17



BALTIMORE
OFFICE SUPPLY CO.

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BOOK 176 PAGE 105

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STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 3:39 MO. 10 DAY 21 YEAR 85

20	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL CASH <input type="checkbox"/> TOTAL CHECK <input checked="" type="checkbox"/>

APPROVED BY *PCN*

ptk

(52)

Reese and Carney
8651 Baltimore National Pike
Ellicott City, Md 21043

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BOOK 176 PAGE 106

ARTICLES OF INCORPORATION
OF
LEO DEVELOPMENT COMPANY

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND OCTOBER 21, 1985 AT 03:39 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2755 . FOLIO 000530 THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID:
\$ 20

RECORDING FEE PAID:
\$ 20

SPECIAL FEE PAID:
\$

D2017911

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.

Gal B. Arundel



A 187801

BOOK 176 PAGE 107

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ARTICLES OF INCORPORATION

OF

VANTAGE REAL ESTATE FINANCE, INC.

THIS IS TO CERTIFY:

FIRST: That the undersigned, James C. Mattingly, whose post office address is 1107 Odenton Road, Odenton, Maryland 21113 being at least eighteen years of age, does hereby form a corporation under the general laws of the State of Maryland.

SECOND: The name of the Corporation, (which is hereinafter referred to as the "Corporation") is:

VANTAGE REAL ESTATE FINANCE, INC.

THIRD: The Purpose for which the Corporation is formed, and the business or objects to be carried on and promoted by it, are as follows:

(a) To originate, process, place, act as broker in and solicit mortgage and deed of trust loans and applications for same secured by real property;

(b) To engage in purchasing, processing, distributing, and selling at wholesale or at retail, in Maryland, and in any Foreign country, and in any part of the world.

(c) To purchase or otherwise acquire, own, and hold, such real property of every kind and description, within and without the State of Maryland, or any part of the world, suitable, necessary or useful or advisable in connection with any or all of the objects hereinbefore or hereinafter set forth, and to convey, sell, assign, transfer, lease, mortgage, pledge, exchange or otherwise dispose of any of such property.

(d) Without in any particular limiting any of the objects, purposes, or powers of the corporation, the business or purposes of the corporation shall be from time to time to do any one or more, or all of the acts and things and business or businesses in any manner connected therewith or necessary, incidental, convenient of auxiliary thereto, or calculated directly or indirectly to promote the interests if the corporation

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BOOK 176 PAGE 108

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or enhance the value of or render profitable any of its property or rights, as such a corporation may lawfully do; in carrying on its business or for the purpose of attaining or furthering any of its objects to do any and all acts and to exercise any and all other powers which a co-partnership or natural person could do and exercise and which now or hereafter may be authorized by law either as or by and through principals, agents, attorneys, trustees, contractors, factors, lessors, lessees, or otherwise, either alone or in conjunction with others, and in any part of the world; and, in addition, to have and to exercise all the rights, powers, and privileges now or hereafter belonging to or conferred upon corporations organized under the provisions of the laws of the State of Maryland authorizing the formation of such corporations.

(e) The foregoing clauses shall be construed both as objects and powers, but no recitation, expression or declaration of specific or special powers or purposes herein enumerated shall be deemed to be exclusive, but it is hereby expressly declared that all other lawful powers not inconsistent therewith are hereby included.

(f) The Corporation reserves the right to amend, alter, enlarge, change in any way, or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter authorized, permitted or prescribed by statute, and all rights, powers, privileges and restrictions conferred on stockholders are granted subject to this reservation, except to the extent that the same may be expressly declared no to be subject to this reservation.

FOURTH: The Post Office address of the place at which the principal office of the corporation in this State will be, is 1107 Odenton Road, Odenton, Maryland 21113. The Resident Agent of the Corporation is James C. Mattingly whose post office address is 1107 Odenton Road, Odenton, Maryland 21113. Said Resident Agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The Corporation shall have such a number of Directors as may be fixed by the By-Laws and in accordance with the provisions of Maryland law, and initially shall have two e

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directors, namely: James C. Mattingly and Susan H. Mattingly who shall act as such until the first annual meeting, or until their successors are duly chosen and qualified.

SIXTH: The total number of shares of stock which the Corporation has authority to issue is Five Thousand (5,000) shares of common stock, without par value.

SEVENTH: Without violation of Section 2-419 of the Corporation and Associations Article of the Annotated code of Maryland, no contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the Directors of the Corporation are pecuniarily or otherwise interested in, or are Directors or officers of, such other corporation; any Director individually, or any firm of which any Director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any Director of this Corporation who is also a director or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation which shall authorize any such contract or transaction, with like force and effect as if he were not such

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Director or officer of such other corporation or not so interested.

EIGHTH: The Board of Directors shall have power from time to time to fix and determine and to vary the amount of working capital of the Corporation, to determine whether any, and if any, what part of the surplus of the Corporation or of the net profits arising from its business, shall be declared in dividends and paid to the stockholders, and to direct and determine the use and disposition of any of such surplus or net profits. The Board of Directors may in its discretion use and apply anyt of such surplus or net profits in purchasing or acquiring any of the shares of stock of the Corporation, or any of the bonds or other evidences of indebtedness of the Corporation, to such such extent and in such manner and upon such lawful terms as the Board of Directors shall deem expedient.

NINTH: The Board of Directors of the Corporation is hereby empowered to authorize the issuance, from time to time, of shares of its stock of any class, whether now or hereafter authorized, and securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such considerations as said Board of Directors may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the Corporation.

TENTH: The holders of the shares of the common stock of the corporation shall not have any pre-emptive or preferential right of subscription to any shares of any class of stock of the corporation, or to securities convertible into shares of any

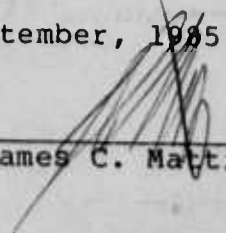
BOOK 176 PAGE 111

000513

class of stock of the corporation, whether now or hereafter authorized.

ELEVENTH: The Corporation shall indemnify any Director, officer or employee, or former Director, officer or employee of the Corporation, or any person who may have served at its request as a Director, officer or employee of another corporation in which it owns shares of capital stock, or of which it is a creditor, against expenses actually and necessarily incurred by him in connection with the defense of any action, suit or proceeding in which he is make a party by reason of being or having been such Director, officer or employee, except in relation to matters as to which he shall be adjudged in such action, suit or proceeding to be liable for negligence or misconduct in the performance of duty. The Corporation may also reimburse to any Director, officer or employee the reasonable costs of settlement of any such action, suit or proceeding, if it shall be found by a majority of a committee composed of the Directors not involved in the matter in controversy (whether or not a quorum) that it was to the interests of the Corporation that such settlement be made and that such Director, officer or employee may be intitled under any by-law, vote of shareholders, or otherwise.

TWELFTH: The duration of the Corporation shall be perpetual. IN WITNESS WHEREOF, I have signed these Articles of Incorporation of this 23rd day of September, 1985.


James C. Mattingly

BOOK 176 PAGE 112

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CONSENT


September 23, 1985

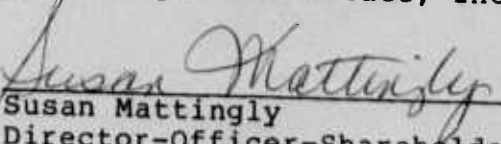
We, the undersigned, being all of the directors, officers and shareholders of Vantage Real Estate, Inc., hereby certify as follows:

1. The undersigned are the sole directors, officers and shareholders of Vantage Real Estate, Inc.

2. We are requesting formation of a new corporation, namely, Vantage Real Estate Finance, Inc., and Vantage Real Estate, Inc. consents to the use of that name.

3. The undersigned will, upon formation, be the sole directors, officers and shareholders of Vantage Real Estate Finance, Inc.


James Mattingly
Director-Officer-Shareholder
of Vantage Real Estate, Inc.


Susan Mattingly
Director-Officer-Shareholder
of Vantage Real Estate, Inc.

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BOOK 176 PAGE 113

000515

STATE OF MARYLAND, COUNTY OF ANNE ARUNDEL, TO WIT:

I HEREBY CERTIFY that on this 23rd day of September, 1985 before me, a Notary Public in and for the State of Maryland, County of Anne Arundel, personally appeared JAMES C. MATTINGLY, and acknowledged the foregoing Articles of Incorporation to be his act.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.

My commission expires:

Linda P. Tunny
Notary Public, Maryland
July 1, 1986

ON

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BOOK 176 PAGE 114

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STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 9:57 MO. 10 DAY 21 YEAR 85

20	ORG. & CAP. FEE
24	RECORDING FEE
	LIMITED PARTNERSHIP FEE
13	OTHER 1007 P
57	TOTAL CASH <input type="checkbox"/> APPROVED BY
	CHECK <input checked="" type="checkbox"/> <i>JS</i>

Andrew Henry
2101 Defense Hwyway
Crofton Md 21114

0000 6114

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BOOK 176 PAGE 115

ARTICLES OF INCORPORATION
OF
VANTAGE REAL ESTATE FINANCE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND OCTOBER 21, 1985 AT 09:57 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2755, FOLIO 000508 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID:
\$ 20

RECORDING FEE PAID:
\$ 24

SPECIAL FEE PAID:
\$

D2017387

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.

Paul B. Arundel



A 187798

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BOOK 176 PAGE 116

ECHO ENTERPRISES, INC.
ARTICLES OF INCORPORATION

FIRST: I, Veronica A. Kloby, whose post office address is 2816 Carrollton Road, Annapolis, Maryland 21403, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the laws of the State of Maryland.

SECOND: The name of the corporation (which is hereafter referred to as the "Corporation") is ECHO ENTERPRISES, INC.

THIRD: The purposes for which the Corporation is formed are as follows:

(1) To engage in the business of operating a body wrap facility and to perform all necessary and proper related services and activities in connection therewith; and to engage in any other lawful purpose and/or business.

(2) To do anything permitted by Section 2-103 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time.

FOURTH: The post office address of the principal office of the Corporation in this State is 2299 Johns Hopkins Road, Suite A, Gambrills, Maryland 21054. The name and post office address of the Resident Agent of the Corporation are Veronica A. Kloby, 2816 Carrollton Road, Annapolis, Maryland 21403. Said Resident Agent is an individual actually residing in this State.

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CIRCUIT COURT, BALTIMORE COUNTY

1986 FEB 25 AM 9:08

E. AUBREY COLLISON
CLERK

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BOOK 176 PAGE 117

FIFTH: The total number of shares of capital stock which the Corporation has authority to issue is Five Thousand (5,000) shares of common stock, without par value.

SIXTH: The number of directors of the Corporation shall be two (2), which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than the number permitted by Section 2-402 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time.

The names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are:

Veronica A. Kloby, Betty Lee Phelps and Brian E. Kloby.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

(1) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of stock of any class or classes, whether now or hereafter authorized.

(2) The Board of Directors of the Corporation may classify or reclassify any unissued shares by fixing or altering in any one or more respects, from time to time before the issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of, redemption of, and the

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BOOK 176 PAGE 118

conversion rights of such shares.

The enumeration and definition of a particular power of the Board of Directors included in the foregoing shall in no way be limited to or restricted by reference to or inference from the terms of any other clause of this or any other article of the Charter of the Corporation, or construed as or deemed by inference or otherwise in any manner to exclude or limit any powers conferred upon the Board of Directors under the General laws of the State of Maryland now or hereafter in force.

EIGHTH: Except as may be otherwise provided by the Board of Directors, no holder of any shares of the stock of the Corporation shall have any pre-emptive right to purchase, subscribe for, or otherwise acquire any shares of stock of the Corporation of any class now or hereafter authorized, or any securities exchangeable for or convertible into such shares, or any warrants or other instruments evidencing rights or options to subscribe for, purchase or otherwise acquire such shares.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 17 day of *October*, 1985, and I acknowledge the same to be my act.

Veronica A. Kloby
Veronica A. Kloby

000229

BOOK 176 PAGE 119

02 AM

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 10:02 MO. 10 DAY 18 YEAR 85

20	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL CASH <input type="checkbox"/> APPROVED BY
	CHECK <input checked="" type="checkbox"/> <i>[Signature]</i>

pth

(52)

Monica Hall
2060 West St, #201
Annapolis, MD 21401

1985 OCT 18 A 10:02

0000 0119

CLERKS NOTATION
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AVAILABLE

BOOK 176 PAGE 120

ARTICLES OF INCORPORATION
OF
ECHO ENTERPRISES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND OCTOBER 18, 1985 AT 10:02 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2755, FOLIO 4, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID.
\$ 20

RECORDING FEE PAID.
\$ 20

SPECIAL FEE PAID.
\$

D2017366

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.

Paul B. Arundel



A 187749

BOOK 176 PAGE 121

CO2004

1985 OCT 21 A 10:48

ARTICLES OF AMENDMENT
OF
CONGREGATION KOL AMI

FIRST: That Article Seventh of the Articles of Incorporation of Congregation Kol Ami, dated September 16, 1977, and approved and accepted on September 28, 1977, is hereby revised by deleting from the last two lines the following words: "in some way associated with or connected with a corporation to which the property previously belonged."

The aforesaid amendment was advised by the Directors and approved by the adult members of the religious corporation.

IN WITNESS WHEREOF, we have signed these Articles of Amendment this 16th day of May, 1985, and we acknowledge the same to be our act.

WITNESS:

CONGREGATION KOL AMI

Juliet C. Rothman

By: Leonard Rothman
Leonard Rothman

Paul Rosoff

Mark Mallach
Mark Mallach

Mrs. S. G.

Paul Rosoff
Paul Rosoff

Juliet C. Rothman

Gloria Zaltz
Gloria Zaltz

Juliet C. Rothman

Howard Brickman
Howard Brickman

(05-09-85)

1986 FEB 25 AM 9:08

E. AUBREY COLLISON
CLERK

52948549

0000 6121

002005

BOOK 176 PAGE 122

<u>Juliet C Robman</u>	<u>Ronald Shapiro</u>
<u>Paul Ruff</u>	<u>Mark Goldberg</u>
<u>Juliet C Robman</u>	<u>Esther Slaff</u>
<u>Paul Ruff</u>	<u>Helaine Betnun</u>
<u>Juliet C Robman</u>	<u>Anton Grobani</u>
<u>Juliet C Robman</u>	<u>Estee Summers</u>
<u>Paul Ruff</u>	<u>David Cohen</u>

DIRECTORS

I, Leonard Robman, Chairman of the meeting of the adult members of Congregation Kol Ami do hereby acknowledge the foregoing Articles of Amendment to be the corporate act of Congregation Kol Ami, and under the penalties of perjury do hereby state that to the best of my knowledge, information and belief, all of the material facts set forth in these Articles of Amendment are true.

CONGREGATION KOL AMI

By: Leonard Robman
CHAIRMAN

(05-09-85)

0000 0122

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AVAILA

002006

BOOK 176 PAGE 123

CERTIFIED
COPY MADE

09

13

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION APPROVED FOR RECORD			
TIME	MO.	DAY	YEAR
10:48		10/21	85
	ORG. & CAP. FEE		
10	RECORDING FEE		
	LIMITED PARTNERSHIP FEE		
8	UTGMR 1-CC 2		
18	TOTAL CASH <input type="checkbox"/> APPROVED BY		
	CHECK <input checked="" type="checkbox"/> A		

Abel Merrill

116 Cathedral St

Annapolis, Md 21404-1909

0000 0123

CLERKS NOTATION
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AVAILABLE

BOOK 176 Page 124

ARTICLES OF AMENDMENT
OF
CONGREGATION KOL AMI

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND OCTOBER 21, 1985 AT 10:48 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2756, FOLIO 002003 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID
\$

RECORDING FEE PAID
\$ 10.00

SPECIAL FEE PAID
\$

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL COUNTY

drb

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.



A 187739

001894

BOOK 176 PAGE 125

PUBLIC AUTO EXCHANGE, INC.

ARTICLES OF AMENDMENT

Public Auto Exchange, Inc., a Maryland corporation, having its principal office at 50 Leeland Avenue, Edgewater, Maryland 21037, (hereinafter referred to as the "Corporation"), hereby certifies to the State Department of Assessments and Taxation of Maryland (hereinafter referred to as the "Department") that:

FIRST: The Charter of the Corporation is hereby amended by deleting therefrom in its entirety Article FIFTH and by substituting in lieu thereof the following new Article FIFTH:

"FIFTH: The total number of shares the Corporation is authorized to issue is Five Thousand (5,000) shares of Common Stock with a par value of One Dollar (\$1.00) per share."

SECOND: By written informal action, unanimously taken by the Stockholders of the Corporation, pursuant to and in accordance with Section 2-408(c) of the Corporations and Associations Article of the Annotated Code of Maryland, the Board of Directors of the Corporation duly advised the foregoing amendments and by written informal action unanimously taken by the stockholders of the Corporation in accordance with Section 2-505 of said article, the stockholders of the Corporation duly approved said amendments.

IN WITNESS WHEREOF, Public Auto Exchange, Inc. has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunder affixed and attested by its Secretary on this day of 1985, and its President acknowledges that these Articles of Amendment are the act and deed of Public Auto Exchange, Inc. and, under the penalties of perjury, that the matters and facts set forth herein with respect to authorization and approval are true in all material respects to the best of his knowledge, information and belief.

ATTEST:

PUBLIC AUTO EXCHANGE, INC.

Maria Ryan *Frank Frantz*
SECRETARY FOR RECORD BY: FRANK FRANTZ, President
SECRETARY COURT, A.A. COUNTY

1986 FEB 25 AM 9:08

52948570

E. AUBREY COLLISON
CLERK

0000 6.125

001835

BOOK 176 PAGE 126

09 21/85

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION APPROVED FOR RECORD			
TIME	MO.	DAY	YEAR
10:05	10	21	85
	ORG. & CAP. FEE		
20	RECORDING FEE		
	LIMITED PARTNERSHIP FEE		
	OTHER		
20	TOTAL CASH	APPROVED BY	
	CHECK	A	

Public Auto Exchange
50 Leeland Ave
Edgewater, N.J. 21037

0000 6126

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 176 PAGE 127

ARTICLES OF AMENDMENT
OF
PUBLIC AUTO EXCHANGE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND OCTOBER 21, 1985 AT 10:05 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2756, FOLIO 001893, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID
\$

RECORDING FEE PAID
\$ 20.00

SPECIAL FEE PAID
\$

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL COUNTY

drb

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.



A 187720

BOOK 176 PAGE 128

001747

MARQUETTE MEDICAL, INC.
A MARYLAND CLOSE CORPORATION
ARTICLES OF AMENDMENT

Marquette Medical, Inc., a Maryland corporation, having its principal office at 1418 Knightsbridge Turn, Crofton, Maryland 21114 (hereinafter referred to as the "Corporation"), hereby certifies to the State Department of Assessments and Taxation of Maryland (hereinafter referred to as the "Department") that:

FIRST: The Charter of the Corporation is hereby amended by deleting therefrom in its entirety Article SIXTH and by substituting in lieu thereof the following new Article SIXTH:

"SIXTH: The Corporation elects to have no Board of Directors, which election shall become effective immediately upon approval of these Articles of Amendment by the Department of Assessments and Taxation.

The Charter is further amended by adding an Article NINTH stated as follows:

"NINTH: The Corporation shall be a close Corporation as authorized by Title 4 of the Corporations and Associations Article of the Annotated Code of Maryland as Amended".

SECOND: By written informal action, unanimously taken by the Board of Directors of the Corporation, pursuant to and in accordance with Section 2-408(c) of the Corporations and Associations Article of the Annotated Code of Maryland, the Board of Directors of the Corporation duly advised the forgoing amendments and by written informal action unanimously taken by

RECEIVED FOR RECORD
CIRCUIT COURT, BALTIMORE COUNTY

1986 FEB 25 AM 9:08

E. AUBREY COLLISON
CLERK

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001748

BOOK 176 PAGE 129

the stockholders of the Corporation in accordance with Section 2-505 of the Corporations and Associations Article of the Annotated Code of Maryland, the stockholders of the Corporation duly approved said amendments.

IN WITNESS WHEREOF, Marquette Medical, Inc. has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunder affixed and attested by its Secretary on this 1ST day of October, 1985, and its President acknowledges that these Articles of Amendment are the act and deed of Marquette Medical, Inc., and, under the penalties of perjury, that the matters and facts set forth herein with respect to authorization and approval are true in all material respects to the best of his knowledge, information and belief.

ATTEST:

MARQUETTE MEDICAL, INC.

Rosemary M. Marquette
Secretary

BY:

Earl D. Marquette Jr.
Earl D. Marquette, Jr.

001749

BOOK 176 PAGE 130

Art of Amend
09

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME	MO.	DAY	YEAR
9:20	10	23	85
	ORG. & CAP. FEE		
20	RECORDING FEE		
	LIMITED PARTNERSHIP FEE		
	OTHER		
20	TOTAL		
	CASH	<input type="checkbox"/>	APPROVED BY
	CHECK	<input checked="" type="checkbox"/>	PCN

Earl Marquette Jr.
1418 Knightsbridge Turn
Crofton, Md 21114

0000 0130

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 176 PAGE 131
ARTICLES OF AMENDMENT
OF
MARQUETTE MEDICAL INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND OCTOBER 23, 1985 AT 9:20 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2756 . FOLIO 001746 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID
\$

RECORDING FEE PAID:
\$ 20.00

SPECIAL FEE PAID:
\$

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL COUNTY

drb

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.



A 187687

BOOK 176 PAGE 132

001711

ARTICLES OF MERGER

THESE ARTICLES OF MERGER, dated as of the 30th day of August, 1985, are entered into by and between Geren Sales, Inc., a Delaware corporation and Geren Food Sales, Inc., a Maryland corporation, (hereinafter referred to collectively as the "Constituent Corporations") pursuant to Section 3-109 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended, (hereinafter referred to as the "Code").

FIRST: The Constituent Corporations have agreed to effect a merger, and that the terms and conditions of said merger, the mode of carrying the same into effect and the manner and basis of converting or exchanging the shares of issued stock of one of the Constituent Corporations into stock of the other pursuant to Section 3-103 of the Code shall be set forth herein.

SECOND: Geren Food Sales, Inc., a Maryland corporation, shall be the surviving corporation (hereinafter sometimes called the "Surviving Corporation") which, upon filing of Articles of Amendment will be known as Geren Sales, Inc.

THIRD: The parties to these Articles of Merger are Geren Food Sales, Inc., a Maryland corporation, and Geren Sales, Inc., a Delaware corporation organized under the General Corporation Law of Delaware on May 31, 1978 (hereinafter referred to as "Geren"). Geren qualified to do business as a foreign corporation in the State of Maryland on June 26, 1978.

FOURTH: The Articles of Incorporation of the Surviving Corporation are set forth in Exhibit A hereto, and all the terms and provisions thereof are hereby incorporated in these Articles of Merger and made a part hereof with the same force and effect as if herein set forth in full; and, from and after the Effective Date, as hereinafter defined, and until further amended as provided by law, said Exhibit A, separate and apart from these Articles shall be, and may be separately certified as, the Certificate of Incorporation of the Surviving Corporation.

FIFTH: Geren has an authorized capitalization of one thousand (1,000) shares of common stock of the par value of One Dollar (\$1.00) per share, of which three hundred thirty-three (333) shares are issued and outstanding.

Surviving Corporation has an authorized capitalization of five thousand (5,000) shares of common stock without par value, none of which shares are issued and outstanding.

SIXTH: The manner and basis of converting or exchanging the issued stock of Geren into stock of Surviving Corporation pursuant to Section 3-103 of the Code, shall be as follows:

(a) Each share of the One Dollar (\$1.00) par value common stock of Geren issued and outstanding on the Effective

1986 FEB 25 AM 9:08

E. AUBREY COLLISON
CLERK

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BOOK 176 PAGE 133

Date shall be converted into or exchanged by Surviving Corporation for and become one share of the no par value common stock of Surviving Corporation.

(b) Each share of capital stock of Geren, if any, held in its treasury on the Effective Date shall be cancelled.

(c) After the merger transaction described above shall have become effective, except as otherwise provided by the Code with respect to dissenting stockholders, each holder of an outstanding certificate or certificates theretofore representing capital stock of Geren shall surrender the same to Surviving Corporation and each such holder thereupon shall be entitled to receive in exchange therefor a certificate or certificates representing the one share of Surviving Corporation common stock into which the capital stock of Geren represented by the certificate or certificates so surrendered shall have been converted or exchanged by the provisions hereof. Until such surrender, capital stock of Geren shall be deemed for all corporate purposes, other than the payment of dividends, to evidence ownership of the number of full shares of Surviving Corporation common stock to be delivered with respect to such shares of such capital stock. Unless and until any such outstanding certificates shall be so surrendered, no dividend payable to the holders of record of Surviving Corporation common stock as of any date subsequent to the Effective Date shall be paid to the holders of such outstanding certificates, but upon such surrender of any such certificate or certificates, there shall be paid to the record holder of the certificate or certificates of Surviving Corporation common stock delivered with respect to the shares represented by the surrendered certificate or certificates, without interest, the amount of such dividends which shall have theretofore become payable to them with respect to such shares of Surviving Corporation common stock. If any holder of an outstanding certificate or certificates representing capital stock of Geren shall deliver to Surviving Corporation such affidavits, indemnity agreements or surety bonds as Surviving Corporation shall reasonably require in conformity with its customary procedure with respect to lost stock certificates of Surviving Corporation common stock, Surviving Corporation shall treat such delivery as surrender of any lost or misplaced or destroyed certificate or certificates representing capital stock of Geren.

SEVENTH: The principal office of Geren in the State of Maryland is located at 17 Chelsea House, Crofton, Howard County, Maryland. Surviving Corporation owns property in Howard County, Maryland, the title to which could be effected by the recording of an instrument among the land records.

EIGHTH: The principal office of Surviving Corporation in its state of organization is 17 Chelsea House, Crofton, Maryland, 21114.

0000 0133

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001713

NINTH: In accordance with Section 3-105 of the Corporations and Associations Article of the Annotated Code of Maryland, the board of directors of Surviving Corporation on July 30, 1985, by a unanimous vote of the entire Board of Directors, duly adopted a resolution declaring that a merger substantially upon the terms and conditions set forth in the Merger Agreement, which terms and conditions are accurately set forth in these Articles of Merger, was advisable and directing its submission to a meeting of stockholders held on July 30, 1985. The Merger Agreement was duly submitted to and approved by an unanimous vote of stockholders of Surviving Corporation.

TENTH: In accordance with the General Corporation Law of Delaware, these Articles of Merger were duly advised, authorized and approved in the manner and by the vote required by the Charter of Geren and by the laws of the State of Delaware.

ELEVENTH: Upon the Effective Date:

(a) the assets and liabilities of Geren shall be taken up on the books of the Surviving Corporation at the amount at which they shall at that time be carried on the books of Geren, subject to such adjustments, if any, as may be necessary to conform to the Surviving Corporation's accounting procedures, and

(b) all of the rights, privileges, immunities, powers, purposes and franchises of Geren and all property, real, personal and mixed, and all debts due to Geren on whichever account shall be vested in the Surviving Corporation, and all property rights, privileges, immunities, powers, purposes and franchises, and all and every other interest shall be thereafter as effectually the property of the Surviving Corporation as they were of Geren, and all debts, liabilities, obligations, and duties of Geren shall thenceforth attach to the Surviving Corporation and may be enforced against it to the same extent as if said debts, liabilities, obligations and duties had been incurred or contracted by it.

The Constituent Corporations, by mutual consent of their respective Board of Directors, may amend, modify and supplement these Articles of Merger in such manner as may be agreed upon by them in writing at any time before or after approval or adoption thereof by the stockholders of any of the Constituent Corporations or all of them; provided, however, that no such amendment, modification or supplement shall affect the rights of the stockholders of any of the Constituent Corporations in a manner which is materially adverse to such stockholders in the judgment of their respective Board of Directors.

The merger provided for by these Articles of Merger shall become effective (the "Effective Date") and the separate existence of Geren, except insofar as continued by statute, shall cease on the later of the date that the Merger Agreement, approved, certified, executed and acknowledged by Geren and Surviving Corporation as required by the laws of the States of

BOOK 176 PAGE 135

001714

Maryland and Delaware, is filed with the Secretary of State of Delaware, or these Articles of Merger, duly advised, approved, signed, acknowledged, sealed and verified by Geren and Surviving Corporation as required by the laws of the State of Maryland, are filed for record with the State Department of Assessments and Taxation of Maryland, as required by the laws of the State of Maryland.

IN WITNESS WHEREOF, Geren Sales, Inc. and Geren Food Sales, Inc., the corporations parties to the merger, have caused these Articles of Merger to be signed in their respective corporate names and on their behalf by the respective Presidents and witnessed or attested by their respective Secretaries as of the 30 day of August, 1985.

ATTEST:

GEREN SALES, INC.

Martin I. Veron
Martin I. Veron, Secretary

By: Ronald Geren
Ronald Geren, President

ATTEST:

GEREN FOOD SALES, INC.

Martin I. Veron
Martin I. Veron, Secretary

By: Ronald Geren
Ronald Geren, President

THE UNDERSIGNED, President of Geren Sales, Inc. who executed on behalf of said corporation the foregoing Articles of Merger, of which this certificate is made a part, hereby acknowledges, in the name and on behalf of said corporation, the foregoing Articles of Merger, to be the corporate act of said corporation and further certifies that, to the best of his knowledge, information and belief, the matters and facts set forth therein with respect to the approval thereof are true in all material respects, under the penalties of perjury.

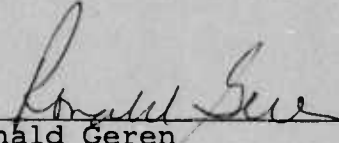
Ronald Geren
Ronald Geren

THE UNDERSIGNED, President of Geren Food Sales, Inc. who executed on behalf of said corporation the foregoing Articles of Merger, of which this certificate is made a part, hereby acknowledges, in the name and on behalf of said corporation, the foregoing Articles of Merger to be the corporate act of said corporation and further certifies that, to the best of his knowledge, information and belief, the matters and facts set

001715

BOOK 176 PAGE 136

forth therein with respect to the approval thereof are true in
all material respects, under the penalties of perjury.



Ronald Geren

COR190-ocr.602
18:03:6/12/85
42363-01

BOOK 176 PAGE 137

Exhibit "A"

001716

GEREN FOOD SALES, INC.
ARTICLES OF INCORPORATION

FIRST: I, Margaret Stevens Jacks, whose post office address is 36 S. Charles Street, Suite 2000, Baltimore, Maryland, 21201, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the "Corporation") is

Geren Food Sales, Inc.

THIRD: The purposes for which the Corporation is formed are:

(1) to engage in the business of food brokerage, and to engage in any other lawful purpose and/or business; and,

(2) To do anything permitted by Section 2-103 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time.

FOURTH: The post office address of the principal office of the Corporation in this State is 17 Chelsea House, Crofton, Maryland, 21114. The name and post office address of the Resident Agent in this State are Ronald Geren, 17 Chelsea House, Crofton, Maryland, 21114. Said Resident Agent is an individual actually residing in this State.

FIFTH: The total number of shares of capital stock which the Corporation has authority to issue is Five Thousand (5,000) shares of common stock without par value.

SIXTH: The number of directors of the Corporation shall be three (3), which number may be increased or decreased pursuant to the By-Laws of the Corporation, provided that the number of directors shall never be less than the number permitted by Section 2-402 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended. The names of the directors who shall act until the first annual meeting and until their successors are duly chosen and qualified are:

Ronald Geren
John J. Tocco
Martin I. Veron

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

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001717

BOOK 176 PAGE 138

(1) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized.

(2) The Board of Directors may classify or reclassify any unissued shares by fixing or altering in any one or more respects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of redemption of, and the conversion rights of, such shares.

The enumeration and definition of a particular power of the Board of Directors included in the foregoing shall in no way be limited or restricted by reference to or inference from the terms of any other clause of this or any other article of the Charter of the Corporation, or construed as or deemed by inference or otherwise in any manner to exclude or limit any powers conferred upon the Board of Directors under the General Laws of the State of Maryland now or hereafter in force.

(3) The Corporation reserves the right to amend its Charter so that such amendment may alter the contract rights as expressly set forth in the Charter, of any outstanding stock, and any objecting stockholder whose rights may or shall be thereby substantially adversely affected shall not be entitled to the same rights as an objecting stockholder in the case of a consolidation, merger, share exchange, or transfer of all, or substantially all, of the assets of the Corporation.

(4) With respect to:

(a) the amendment of the Charter of the Corporation;

(b) the consolidation of the Corporation with one or more corporations to form a new consolidated corporation;

(c) the merger of the Corporation into another corporation or the merger of one or more other corporations into the Corporation;

(d) the sale, lease, exchange or other transfer of all, or substantially all, of the property and assets of the Corporation, including its goodwill and franchises;

(e) the participation by the Corporation in a share exchange (as defined in the Corporations and Associations Article of the Annotated Code of Maryland) as the corporation the stock of which is to be acquired;

BOOK 176 PAGE 139

001718

(f) the voluntary or involuntary liquidation, dissolution or winding-up of the Corporation;

such action shall be effective and valid if taken or approved by an affirmative vote of a majority of the shares entitled to be cast thereon, after due authorization and/or approval and/or advice of such action by the Board of Directors as required by law, notwithstanding any provision of law requiring any action to be taken or authorized other than as provided in this Article SEVENTH, paragraph (4).

EIGHTH: Except as may otherwise be provided by the Board of Directors, no holder of any shares of the stock of the Corporation shall have any pre-emptive right to purchase, subscribe for, or otherwise acquire any shares of stock of the Corporation of any class now or hereafter authorized, or any securities exchangeable for or convertible into such shares, or any warrants or other instruments evidencing rights or options to subscribe for, purchase or otherwise acquire such shares.

NINTH: The Corporation may indemnify a present or former director of the Corporation, and may, when authorized by the Board of Directors, indemnify an officer of the Corporation or other corporate representative to the maximum extent permitted by and in accordance with Section 2-418 of the Corporations and Associations Article of the Annotated Code of Maryland.

IN WITNESS WHEREOF I have signed these Articles of Incorporation this 29th day of August, 1985 and I acknowledge the same to be my act.

WITNESS:

[Signature]

Margaret Stevens Jacks
Margaret Stevens Jacks

COR190-w.28
18:02:6/12/85
42363-00

Green Sales, Inc. (Del)

merging into

BOOK 176 PAGE 140

001719

Green Food Sales, Inc. (Del) survivor

11 PM

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME	NO.	DAY	YEAR
3:31		10/12/85	
	ORG. & CAP. FEE		
26	RECORDING FEE		
	LIMITED PARTNERSHIP FEE		
	OTHER		
26	TOTAL CASH	<input checked="" type="checkbox"/> APPROVED BY	
	CHECK	<input checked="" type="checkbox"/> A	

Shapiro & Olander

36 S. Charles St. #2000

Baltimore, Md 21201

1985 OCT 16 P 3 29

1985 OCT 17 P 3 31

0000 6140

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 176 PAGE 141

ARTICLES OF MERGER

MERGING

GEREN FOOD SALES, INC. (DE CORP.)

INTO

GEREN FOOD SALES, INC. (MD CORP.) SURVIVOR

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

OF MARYLAND OCTOBER 17, 1985 AT 3:31 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2756 , FOLIO 001710 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID:

\$

RECORDING FEE PAID:

\$ 26.00

SPECIAL FEE PAID:

\$

TO THE CLERK OF THE CIRCUIT COURT OF ANNE
ARUNDEL COUNTY

drb

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.



A 187414

TRANSFEROR DID NOT OWN ANY LAND!

BOOK 176 PAGE 142

001666

WINOBALI, INC.

1985 OCT 18 A 10:51

ARTICLES OF SALE AND TRANSFER

ARTICLES OF SALE AND TRANSFER entered into this 30 day of January, 1985, by and between WINOBALI, INC., a Maryland corporation, (hereinafter sometimes referred to as the "Transferor"), and JENNIE JI HYANG RIM, of Anne Arundel County, Maryland, (hereinafter sometimes collectively referred to as the "Transferee").

THIS IS TO CERTIFY:

FIRST: Transferor does hereby agree to sell, assign and transfer substantially all of its property and assets to Transferee, her successors, personal representatives and assigns, as hereinafter set forth.

SECOND: The name, post office address and principal place of business of Transferee is: Jennie Ji Hyang Rim, Routes 3 and 450, Gambrills, Maryland 21054.

THIRD: The name and state of incorporation of each corporation party to these Articles of Sale and Transfer are as follows:

Transferor is WINOBALI, INC., a corporation organized under the general laws of the State of Maryland.

FOURTH: A. The nature and amount of the consideration to be paid by the Transferee, JENNIE JI HYANG RIM, for the property and assets hereby transferred to it as set forth in Article NINTH herein, is Three Hundred Twenty Thousand Dollars (\$320,000.00). Transferee, JENNIE JI HYANG RIM, does agree to assume and is assuming the following debt or liabilities of Transferor;

1. Fred P. Winner, Ltd.	-	\$ 2,530.24
2. Quality Brands	-	1,639.85
3. McCarthy Hicks	-	3,344.43
4. Reliable Liquors	-	5,060.75
5. The Kronheim Co.	-	4,674.07
6. Churchill Distributor	-	12,507.64

FIFTH: The principal office of Transferor is in Baltimore County, State of Maryland, at 41 Farmhouse Court, Baltimore, Maryland 21208.

SIXTH: The location of the principal office of Transferee, JENNIE JI HYANG RIM, in the State of Maryland is Route 3 & 450, Gambrills, Maryland 21054 - Anne Arundel County. The only county in which Transferee owns pro-

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 FEB 25 AM 9:08

E. AUBREY COLLISON
CLERK

52918228

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AVAILA

BOOK 176 PAGE 143

001667

perty, the title to which could be affected by the recording of an instrument among the land records, is Anne Arundel County.

SEVENTH: As to Transferor, the purchase, assignment and transfer and delivery to be affected pursuant to these Articles of Sale and Transfer was duly advised, authorized and approved in the manner and by the vote required by the Charter of Transferor, WINOBALI, INC., and by the laws of the State of Maryland under which WINOBALI, INC., was organized.

The Board of Directors of Transferor, by unanimous written informal action signed by all the members thereof filed with the minutes of the proceedings of the Board, duly adopted a resolution declaring that the sale, assignment and transfer of substantially all the assets of Transferor as hereinafter set forth is advisable and directing that these Articles of Sale and Transfer be submitted for action thereon by the stockholders of Transferor by unanimous written informal action, all in the manner and by the vote required by the Corporations and Associations Articles of the Annotated Code of Maryland and the Charter of Transferor.

A unanimous written informal action setting forth approval of these Articles of Sale and Transfer was signed by all of the stockholders of Transferor entitled to vote thereon, and such unanimous written informal action is filed with the minutes of the proceedings of the stockholders of Transferor, all in the manner and by vote required by the Corporations and Associations Article of the Annotated Code of Maryland and the Charter of Transferor.

EIGHTH: A. In consideration of the payment to Transferor of the consideration as set forth in paragraph FOURTH A., in accordance with the terms and conditions of this Agreement, Transferor does hereby bargain, sell, deed, grant, convey, transfer, set over and assign to Transferee, JENNIE JI HYANG RIM, her successors and assigns:

1. All equipment, trade fixtures, fixtures, machinery, furniture, improvements, right, title and interest in lottery agency, furnishings and equipment, merchandise inventory used in the conduct of Seller's business located in Anne Arundel County.

NINTH: These Articles of Sale and Transfer are executed, acknowledged, sealed and delivered in the State of Maryland by Transferor,

BOOK 176 PAGE 144

001668

WINOBALI, INC., a Maryland corporation, and Transferee, JENNIE JI HYANG RIM, a resident of the State of Maryland, Anne Arundel County, and it is accordingly understood and agreed that these Articles of Sale and Transfer shall be construed in accordance with the law applicable to contracts made and entirely to be performed in the State of Maryland.

The undersigned agree to execute such amendments hereto as may be reasonable in order for same to be acceptable for filing with the State Department of Assessments and Taxation.

IN WITNESS WHEREOF, WINOBALI, INC. and JENNIE JI HYANG RIM, parties to these Articles of Sale and Transfer, have caused these Articles of Sale and Transfer to be signed and acknowledged in the name and on behalf of each corporation and individual party to these Articles of Sale and Transfer by its president or vice president and attested by the secretary, signed and acknowledged and individually to JENNIE JI HYANG RIM, as of this 30th day of January, 1985.

ATTEST:

TRANSFEROR:

WINOBALI, INC.

MARSHA EPSTEIN
MARSHA EPSTEIN, Secretary

By: VICTOR EPSTEIN (SEAL)
VICTOR EPSTEIN

WITNESS:

TRANSFeree:

MILTON BODARD

JENNIE JI HYANG RIM (SEAL)
JENNIE JI HYANG RIM

THE UNDERSIGNED, President of WINOBALI, INC., who executed on behalf of said corporation the foregoing Articles of Sale and Transfer, of which this certificate is made a part, hereby acknowledges, in the name and on behalf of said corporation, the foregoing Articles of Sale and Transfer to be the corporate act of said corporation and further certifies that, to the best of his knowledge, information and belief, the matters and facts set forth therein with respect to the approval thereof are true in all material respects, under the penalties of perjury.

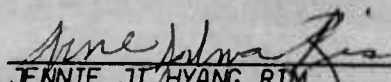
VICTOR EPSTEIN
VICTOR EPSTEIN

CLERKS NOTARY
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AVAILABLE

BOOK 176 PAGE 145

001669

THE UNDERSIGNED, JENNIE JI HYANG RIM, who executed the foregoing Articles of Sale and Transfer, of which this certificate is made a part, hereby acknowledges, the foregoing Articles of Sale and Transfer to be her act and further certifies that, to the best of her knowledge, information and belief, the matters and facts set forth therein with respect to the approval thereof are true in all material respects, under the penalties of perjury.


JENNIE JI HYANG RIM

81-91A U-111 (20)

RECORDED FOR RECORD

OCT 10 1985

BOOK 176 PAGE 146

001670

CLERKS NOTAT
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Transferor: Winobali, Inc.
(a Md corp)

Transferee: Jennie Ji
Hegang Kim (an individual)

1985 OCT -4 A 10 18

Art of Transfer (2) *add.*

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

STATE 10:51 NO. 10-18-85

	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
20	TOTAL CASH <input type="checkbox"/> CHECK <input checked="" type="checkbox"/>
	APPROVED BY <i>JS</i>

Benjamin Sapperstein
80 Painters Mill Rd
Owings Mills, Md
21117

0000 6146

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 176 PAGE 147

ARTICLES OF SALE AND TRANSFER
BETWEEN
WINORALI, INC. (MD CORP.) TRANSFEROR
AND
JENNIE JI HYANG RIM (AN INDIVIDUAL) TRANSFEREE

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND OCTOBER 18, 1985 AT 10:51 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER **2756**, FOLIO **001665**, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID
\$ _____

RECORDING FEE PAID
\$ 20.00

SPECIAL FEE PAID
\$ _____

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL COUNTY

drb

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.



A 187404

BOOK 176 PAGE 148

MARYLAND ASSOCIATION OF COUNTIES INCORPORATED
RESOLUTION OF THE BOARD OF DIRECTORS

A RESOLUTION TO DESIGNATE A CHANGE IN THE RESIDENT AGENT OF THE MARYLAND ASSOCIATION OF COUNTIES, INCORPORATED.

WHEREAS, the Charter of this corporation reflects that Althea J. O'Connor is its resident agent; and

WHEREAS, due to the resignation of Althea J. O'Connor, a new Executive Director, Raquel Samudo, has been appointed, as Resident Agent.

NOW, THEREFORE, BE IT RESOLVED, that the Charter, as filed with the State Department of Assessments and Taxation, should reflect this change of resident agent for the corporation.

DONE THIS SIXTH DAY OF NOVEMBER, 1985, at Annapolis, Anne Arundel County, Maryland, by unanimous vote of the Board of Directors of the Maryland Association of Counties, Incorporated.

Edwin D. McGee
Edwin D. McGee
President

ATTEST:

Raquel Samudo
Raquel Samudo
Executive Director

53238167

RECEIVED FOR RECORD
CIRCUIT COURT, ANN. COUNTY

1986 FEB 25 AM 9:08

E. AUBREY COLLISON
CLERK

2761 0840

0000 0148

BOOK 176 PAGE 149

NOTICE OF CHANGE OF RESIDENT AGENT

OF

MARYLAND ASSOCIATION OF COUNTIES, INC.

received for record November 19, 1985

and recorded on Film No. 2761

the charter records of the State Department of Assessments and Taxation of Maryland.

To the clerk of the Circuit

court of Anne Arundel County 52

, at 8:30

A.M.

Frame No. 839

one of

AA N^o 22920

Special Fee Paid	\$5.00
Recording Fee Paid	\$3.00
Total	<u>\$8.00</u>

Return to: Maryland Association of Counties, Inc.
169 Conduit Street
Annapolis, Maryland 21401

rc

2761 0839

0000 6149

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 176 PAGE 150

CERTIFICATION

The undersigned, Secretary of HBI Graphics, Inc., a Maryland Corporation, does hereby certify that the following Resolutions were adopted by the Corporation on November 8, 1985:

RESOLVED, that the post office address of the place at which the principal office of the Corporation in the State of Maryland will be located is hereby changed from 9172 Spring Hill Lane, Greenbelt, Maryland 20770 to 1654 Crofton Blvd., Suite 11, Crofton, Maryland 21114.

FURTHER RESOLVED, that the Resident Agent of the Corporation be, and it is hereby changed from Herbert T. Nelson, 7525 Greenway Center Drive, Suite 114-B, Greenbelt, Maryland 20770, to Harry Block, 9172 Spring Hill Lane, Greenbelt, Maryland 20770.

The undersigned further certifies that said Resolutions have not been revoked or changed subsequent to their adoption, and continue in full force and effect.

Date: 11-8-85

x Anthony Michael Mileo [SEAL]
Anthony Michael Mileo, Secretary

53198014

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 FEB 25 AM 9:08

E. AUBREY COLLISON
CLERK

2761 0834

0000 6150

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 176 PAGE 151

NOTICE OF CHANGE OF PRINCIPAL OFFICE, RESIDENT AGENT
AND AGENT'S ADDRESS

OF

H B I GRAPHICS, INC.

received for record November 15, 1985

, at 8:30 A. M.

and recorded on Film No. 2761

Frame No. 833 one of

the charter records of the State Department of Assessments and Taxation of Maryland.

To the clerk of the Circuit

court of Anne Arundel County 52

AA N^o 22917

Special Fee Paid	\$5.00
Recording Fee Paid	\$3.00
Total	<u>\$8.00</u>

Return to: Wolman, Gushee & Newman
14624 Main Street
Upper Marlboro, Maryland 20772

rc

2761-0833

0000 0151

BOOK 176 PAGE 152

CORBIN, WARFIELD, SCHAFER & MEREDITH

CHARTERED
A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELLORS AT LAW
4 EVERGREEN ROAD
SEVERNA PARK, MARYLAND 21146-3897

TELEPHONE
(301) 544-0314

WILLIAM L. CORBIN
ROBERT W. WARFIELD
EARL GEORGE SCHAFER
TIMOTHY E. MEREDITH
MICHAEL L. WILSMAN
HANS FROELICHER, IV

October 25, 1985

Weybridge Corporation
Mr. James Lawrence
P.O. Box F
Severna Park, MD 21146

Re: Weybridge Corporation

Gentlemen:

Effective ten (10) days after filing of this resignation with
the State Department of Assessments and Taxation, I hereby resign
as Resident Agent of Weybridge Corporation.

Sincerely yours,

Robert W. Warfield

Robert W. Warfield

RWW/ig

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 FEB 25 AM 9:00

E. AUBREY COLLISON
CLERK

53168583

2761 0799

0000 0152

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 176 PAGE 153

NOTICE OF RESIGNATION OF RESIDENT AGENT
OF
WEYBRIDGE CORPORATION

received for record November 12, 1985
and recorded on Film No. 2761

, at 8:30 A.M.
Frame No. 798 one of

the charter records of the State Department of Assessments and Taxation of Maryland.
To the clerk of the Circuit court of Anne Arundel County 52

AA N^o 22901

Special Fee Paid	\$5.00
Recording Fee Paid	<u>\$3.00</u>
Total	\$8.00

Return to: Corbin, Warfield, Schaffer & Meredith
4 Evergreen Road
Severna Park, Maryland 21146

rc

2761 0798

0000 0153

BOOK 176 PAGE 154

970843-R9348

PR:10115

CERTIFIED COPY OF CORPORATE PREAMBLES AND RESOLUTIONS
OF
THE BOARD OF DIRECTORS
OF
LTC ELECTRICAL CONTRACTORS, INC.

I, Ronald L. Kimble, hereby certify that I am the
duly elected and qualified Secretary of LTC Electrical
Contractors, Inc., (the "Corporation"), a Maryland
corporation, and hereby do certify that the following is a
true and correct copy of preambles and resolutions adopted,
in accordance with the provisions of Section 2-408(c) of the
Corporations and Associations Article of the Annotated Code
of Maryland, by the unanimous written consent of all of the
Directors of the Corporation, dated as of September 1, 1985:

WHEREAS, the Board of Directors deems it to be in the
best interest of the Corporation that it change its
principal office address.

NOW, THEREFORE, BE IT RESOLVED, That the Corporation be
and it hereby is authorized and directed to change its
principal office address to 2124 Priest Bridge Drive, P.O.
Box 3683, Crofton, Maryland 21114.

FURTHER RESOLVED, That the proper officers of the
Corporation be and they hereby are authorized and directed
to file any documents which may be necessary to register the
change of principal office address with the appropriate
parties and jurisdictions.

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 FEB 25 AM 9:09

E. AUBREY COLLISON
CLERK


53168323 1020

0000 0154

BOOK 176 PAGE 155
-2-

IN WITNESS WHEREOF, I have hereunto affixed my name as
Secretary and have caused the corporate seal of said
Corporation to be hereto affixed.

Date: September 1, 1985


Ronald L. Kimble, Secretary

(Corporate Seal)



2759 1021

0000 6155

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 176 Page 156

NOTICE OF CHANGE OF PRINCIPAL OFFICE
OF
LTC ELECTRICAL CONTRACTORS, INC.

received for record November 12, 1985

, at 8:30 A. M.

and recorded on Film No. 2759

Frame No. 1019 one of

the charter records of the State Department of Assessments and Taxation of Maryland.

To the clerk of the Circuit

court of Anne Arundel County 52

AA No 22877

Special Fee Paid	\$5.00
Recording Fee Paid	\$6.00
Total	<u>\$11.00</u>

Return to: Shulman, Rogers, Gandal, Tobin & Ecker
8630 Fenton Street, Suite 430
Silver Spring, Maryland 20910

rc

2759 1019

0000 0156

BOOK 176 PAGE 157

THE LEADER OF ANNAPOLIS, INC.

NOTICE OF CHANGE OF RESIDENT AGENT

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION:

The undersigned corporation hereby notifies the State Department of Assessments and Taxation that the following resolution was adopted by the Board of Directors of The Leader of Annapolis, Inc. (the "Corporation") by an Informal Action of the Board of Directors in Lieu of Meeting dated October 31, 1985:

RESOLVED: That the resident agent of the Corporation in the State of Maryland be and he is hereby changed from Harry Jacobs, whose post office address is 162 Main Street, Annapolis, Maryland 21401, to Jan K. Guben, whose post office address is 2000 Charles Center South, 36 South Charles Street, Baltimore, Maryland 21201.

RESOLVED: That the proper officers of the Corporation be and they are hereby authorized and directed for and on behalf of the Corporation to file an appropriate certified copy of this resolution with the State Department of Assessments and Taxation of Maryland and to do and perform any and all other necessary and proper acts incident thereto.

THE LEADER OF ANNAPOLIS, INC.

ATTEST:

Albert Hillman
Albert Hillman,
Secretary

By: Esther B. Hillman
Esther B. Hillman,
President

STATE OF MARYLAND
BALTIMORE COUNTY, to wit:

I HEREBY CERTIFY that on this 31 day of October, 1985, before the undersigned a Notary Public of the State of Maryland, in and for the City of Baltimore, personally appeared Albert Hillman, who made oath in due form of law and certified that he is Secretary of the Corporation, and that pursuant to an Informal Action of the Board of Directors in Lieu of Meeting dated October 31, 1985 that the foregoing Resolution was adopted.

Albert Hillman
Albert Hillman, Secretary

David B. Hillman
Notary Public

My Commission Expires: 7/1/86

COR186-W.50
25:05:10/21/85
42424-001

RECEIVED FOR RECORD
CIRCUIT COURT, BALTIMORE COUNTY

1986 FEB 25 AM 9:09

E AUBREY COLLISON
CLERK

53118181

2759 1016

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CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 176 PAGE 158

NOTICE OF CHANGE OF RESIDENT AGENT AND
AGENT'S ADDRESS

OF

THE LEADER OF ANNAPOLIS, INC.

received for record November 7, 1985

, at 11:17 A. M.

and recorded on Film No. 2759

Frame No. 1015 one of

the charter records of the State Department of Assessments and Taxation of Maryland.

To the clerk of the Circuit

court of Anne Arundel County 52

AA N^o 22875

Special Fee Paid	\$5.00
Recording Fee Paid	\$3.00
Total	<u>\$8.00</u>

Return to: Shapiro and Olander
Attn: William E. Carlson
36 South Charles Street
Baltimore, Maryland 21201

rc

2759 1015

0000 0158

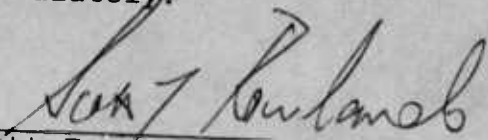
BOOK 176 PAGE 159

ROWLANDS TENNIS, INC.

Be it resolved this 29th Day of October, 1985 that the Board of Directors of ROWLANDS TENNIS, INC. have met and voted unanimously upon the following change:

Our resident agent for the Corporation in the State of Maryland will be Bettye J. Matthews a legal resident of the state and who resides at 2168 Branchwood Court, Gambrills, Maryland, 21054.

This action is to take effect immediately.


Scott T. Rowlands, President
Rowlands Tennis, Inc.

53118178

h2:11 A L- AON 5861

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 FEB 25 AM 9:09

E. AUBREY COLLISON
CLERK

2759 1014

0000-6159

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 176 PAGE 160

NOTICE OF DESIGNATION OF RESIDENT AGENT AND
AGENT'S ADDRESS

OF

ROWLANDS TENNIS, INC.

received for record November 7, 1985

, at 11:24 A.M.

and recorded on Film No. 2759

Frame No. 1013 one of

the charter records of the State Department of Assessments and Taxation of Maryland.

To the clerk of the Circuit

court of Anne Arundel County 52

AA N^o 22874

Special Fee Paid	\$5.00
Recording Fee Paid	\$3.00
Total	\$8.00

Return to: Scott T. Rowlands
c/o Murray Hill Racquet Club
320 East 38th Street
New York, New York 10016

rc

2759 1013

0000 0160

BOOK 176 PAGE 161

003448

Judith H. Mullen, Chartered
Counsellor at Law

October 30, 1985

14342 Old Marlboro Pike
Marlborough Professional Park
Upper Marlboro, Maryland 20772
(301) 627-8000

Johns Plumbing Contractors and Suppliers, Inc.
708 Whitney's Drive
Edgewater, Maryland 21037

Attention: Kenneth Johns

Dear Mr. Johns:

This is to inform you of my resignation as resident agent of Johns Plumbing Contractors and Suppliers, Inc. As you know, I no longer represent the corporation, and have had few contacts with its present officers.

This is an important matter which should be taken care of immediately. When you have selected a new resident agent, his name, address and telephone number should be forwarded to the State Department of Assessments and Taxation.

Sincerely yours,

Judith H. Mullen
Judith H. Mullen
Attorney at Law

RECEIVED FOR RECORD
CIRCUIT COURT, S.A. COUNTY

1986 FEB 25 AM 9:09

E. AUBREY COLLISON
CLERK

53088234

0000 6161

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 176 PAGE 162

NOTICE OF RESIGNATION OF RESIDENT AGENT
OF
JOHNS PLUMBING CONTRACTORS AND SUPPLIERS, INC.

received for record November 4, 1985

and recorded on Film No. 2758

, at 8:30 A.M.

Frame No. 003437 one of

the charter records of the State Department of Assessments and Taxation of Maryland.

To the clerk of the Circuit

court of Anne Arundel County 52

AA N^o 22845

Special Fee Paid	\$5.00
Recording Fee Paid	\$3.00
Total	\$8.00

Return to: Judith H. Mullen
14342 Old Marlboro Pike
Upper Marlboro, Maryland 20772

rc

0000 6162



BOOK 176 PAGE 163

003440

8217-A (Front) Cloverleaf Dr. • Cloverleaf Business Park • Millersville, MD 21108 • (301) 760-5560
J & K Distributors, Inc. 2041 M.L.K., Jr. Avenue, S.E. • Suite LL6 • Washington, D.C. 20020 • (202) 678-9300

October 29, 1985

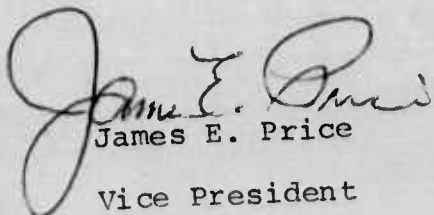
State Department of Assessments & Taxation
301 West Preston Street
Baltimore, Maryland 21201

SUBJECT: CHANGE OF ADDRESS

The board of directors of J & K Distributors, Inc. a corporation organized in the state of Maryland, on January 2, 1982, duly approved a resolution as follows:

RESOLVED: That the address of the corporation is changed to 8217 A (Front) Cloverleaf Drive, Cloverleaf Business Park, Millersville, Maryland 21108.

I, James E. Price, Vice President, J & K Distributors, Inc., certify under penalties of perjury that to the best of my knowledge, information, and belief, the foregoing resolution is true in all material respects.


James E. Price
Vice President

JEP/mg
ENCLOSURE: Check

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 FEB 25 AM 9:09

E. AUBREY COLLISON
CLERK

53088351

0000 0163

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 176 PAGE 164

NOTICE OF CHANGE OF PRINCIPAL OFFICE
OF
J & K DISTRIBUTORS, INC.

received for record November 4, 1985

and recorded on Film No. 2758

, at 8:30 A.M.
Frame No. 003439 one of

the charter records of the State Department of Assessments and Taxation of Maryland.

To the clerk of the Circuit court of Anne Arundel County 52

AA N^o 22841

Special Fee Paid	\$5.00
Recording Fee Paid	\$3.00
Total	\$8.00

Return to: J & K Distributors, Inc.
8217-A Front, Cloverleaf Drive
Cloverleaf Business Park
Millersville, Maryland 21108

rc

0000 6164

BOOK 176 PAGE 165

CERTIFICATE OF RESOLUTION

003428

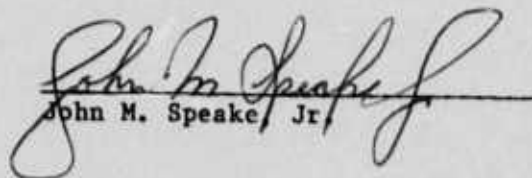
OF

SENECA VALLEY CONTAINER CORPORATION

I, JOHN M. SPEAKE, JR., President of Seneca Valley Container Corporation,
do hereby certify that the following is a true, correct and complete
copy of a Resolution of the Board of Directors of Seneca Valley Container
Corporation adopted by unanimous consent of the Board of Directors on
October 23, 1985.

RESOLVED: That the Resident Agent of the Corporation be
changed from Kenneth E. Shumaker, P.O. Box 39E, Monrovia,
Maryland 21170 to Thomas M. Downs, 80 West Street, Suite
110, P. O. Box 868, Annapolis, Maryland 21404.

I, JOHN M. SPEAKE, JR., President, certify under the penalties of
perjury that to the best of my knowledge, information and belief the
foregoing resolution is true in all material respects.


John M. Speake, Jr.

IN WITNESS WHEREOF, I have set my hand and affixed the seal of the
Corporation on this 23rd day of October, 1985.

SEAL

RECEIVED FOR RECORD
CIRCUIT COURT, A & COUNTY

1986 FEB 25 AM 9:09

E. AUBREY COLLISON
CLERK

0000 2165

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 176 PAGE 166

NOTICE OF CHANGE OF RESIDENT AGENT AND
AGENT'S ADDRESS

OF

SENECA VALLEY CONTAINER CORPORATION

received for record November 4, 1985

, at 11:36 AM.
003437

and recorded on Film No. 2758

Frame No. one of

the charter records of the State Department of Assessments and Taxation of Maryland.

To the clerk of the Circuit

court of Anne Arundel County 52

AA N^o 22840

Special Fee Paid	\$5.00
Recording Fee Paid	\$3.00
Total	<u>\$8.00</u>

Return to: Blumenthal, Wyson, Downs & Offutt
80 West Street
Annapolis, Maryland 21404

rc

0000 0166

BOOK 176 PAGE 167

003436

CERTIFICATE OF RESOLUTION

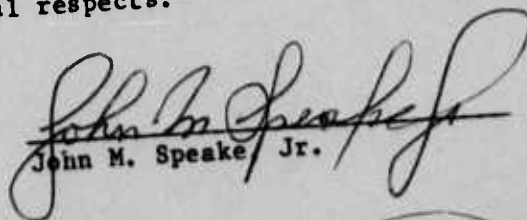
OF

SENECA VALLEY CONTAINER CORPORATION

I, JOHN M. SPEAKE, JR., President of Seneca Valley Container Corporation,
do hereby certify that the following is a true, correct and complete
copy of a Resolution of the Board of Directors of Seneca Valley Container
Corporation adopted by unanimous consent of the Board of Directors on
October 23, 1985.

RESOLVED: That the principal office of the Corporation be
and it is hereby changed from P.O. Box 39E, Monrovia,
Maryland 21170 to P.O. Box 6606, 1851 McGuckian St.,
Annapolis, Maryland 21401-0606.

I, JOHN M. SPEAKE, JR., President, certify under the penalties of
perjury that to the best of my knowledge, information and belief the
foregoing resolution is true in all material respects.


John M. Speake Jr.

IN WITNESS WHEREOF, I have set my hand and affixed the seal of the
Corporation on this 23 day of October, 1985.

SEAL

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 FEB 25 AM 9:09

E. AUBREY COLLISON
CLERK

53088350

0000 0167

CLERKS NOTATION
BEST COPY
AVAILABLE

ROOM 176 Page 168

NOTICE OF CHANGE OF PRINCIPAL OFFICE
OF
SENECA VALLEY CONTAINER CORPORATION

received for record November 4, 1985

and recorded on Film No. 2758

, at 11:26 A.M.
Frame No. 003435 one of

the charter records of the State Department of Assessments and Taxation of Maryland.

To the clerk of the Circuit

court of Anne Arundel County 52

AA N^o 22839

Special Fee Paid	\$5.00
Recording Fee Paid	\$3.00
Total	\$8.00

Return to: Blumenthal, Wayson, Downs and Offutt
80 West Street
Annapolis, Maryland 21404

rc

0000 0168

BOOK 176 PAGE 169
RESOLUTION

003434

OF

HAIR CONNECTION, INC.

RESOLVED, that the resident agent of the corporation in the State of Maryland be and he is hereby changed from Patrick J. Bell to Elizabeth A. Payne, whose post office address is 3139 Solomons Island Road, Edgewater, MD 21037, and who is a resident of the State of Maryland.

Date: October 14, 1985

Elizabeth A. Payne
Elizabeth A. Payne, Director

Bertha A. Tullis
Bertha A. Tullis, Director

Mary A. Watkins
Mary A. Watkins, Director

RECEIVED FOR RECORD
CIRCUIT COURT, S.A. COUNTY

1986 FEB 25 AM 9:09

E. AUBREY COLLISON
CLERK

53088348

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CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 176 PAGE 170

NOTICE OF CHANGE OF RESIDENT AGENT AND
AGENT'S ADDRESS

OF

HAIR CONNECTION, INC.

received for record November 4, 1985

, at 8:30 A. M.

and recorded on Film No. 2758

Frame No. 003423

the charter records of the State Department of Assessments and Taxation of Maryland.

To the clerk of the Circuit

court of Anne Arundel County 52

AA N^o 22838

Special Fee Paid	\$5.00
Recording Fee Paid	\$3.00
Total	\$8.00

Return to: John Gregory Smith
2101 Defense Highway
Crofton, Maryland 21114

rc

0000 6170

BOOK 176 PAGE 171

003740

LAW OFFICES
ROSOLIO AND SILVERMAN
SUITE 320, NOTTINGHAM CENTRE
502 WASHINGTON AVENUE
TOWSON, MARYLAND 21204
(301) 339-7100

CHARLES E. ROSOLIO, P.A.
STEVEN D. SILVERMAN
JOHN P. EVANS

October 15, 1985

ROCKVILLE OFFICE:
SUITE 510
5515 SECURITY LANE
ROCKVILLE, MARYLAND 20852
(301) 231-7250

*ALSO ADMITTED IN D.C.

**CERTIFIED MAIL
RETURN RECEIPT REQUESTED**

State Department of Assessments
and Taxation of Maryland
301 West Preston Street
Baltimore, Maryland 21201

Re: Change of Address of Charles E. Rosolio

Gentlemen:

Notice is hereby given by the undersigned of the change of his post office address from Suite 505, Alex Brown Building, 102 West Pennsylvania Avenue, Towson, Maryland 21204 to Suite 320, Nottingham Centre, 502 Washington Avenue, Towson, Maryland 21204 as Resident Agent of the corporations listed below, to take effect on October 11, 1985.

The Change of Address of Resident Agent applies to the following corporations whose principal offices are located in Anne Arundel County, Maryland:

Affiliated Property Management, Inc.
TDR, Inc.

I am enclosing herewith a check in the amount of \$13.00 payable to the State Department of Assessments and Taxation for the cost of recording this change of address.

Very truly yours,

ROSOLIO AND SILVERMAN

Charles E. Rosolio

CER/slb
Enclosure

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 FEB 25 AM 9:09

E. AUBREY COLLISON
CLERK

52968015

0000 0171

BOOK 176 PAGE 172

NOTICE OF CHANGE OF RESIDENT AGENT'S ADDRESS
OF
TDR, INC.
AFFILIATED PROPERTY MANAGEMENT, INC.

received for record October 23, 1985

, at 8:30 A.M.

and recorded on Film No. 2756

Frame No. 003739 one of

the charter records of the State Department of Assessments and Taxation of Maryland.

To the clerk of the Circuit court of Anne Arundel County 52

AA N^o 22820

Special Fee Paid	\$10.00
Recording Fee Paid	\$ 3.00
Total	<u>\$13.00</u>

Return to: Rololio and Silverman
Suite 320, Nottingham Centre
502 Washington Avenue
Towson, Maryland 21204

rc

0000 6 172

003705

BOOK 176 PAGE 173

DECK-ADENCE Ltd.
1491 Amberwood South
Annapolis, Md. 21401
(301) 757-1848

RESOLUTION

The stockholders of DECK-ADENCE Ltd., a corporation organized in the State of Maryland on October 17, 1985 duly approved a resolution as follows:

RESOLVED: That the resident agent of the Corporation in the State of Maryland be and is hereby changed from James D. Barton, whose post office address is 306 Woodleaf Court, Glen Burnie, Maryland 21601, to Michael L. May, whose post office address is 110 Linden Lane N.W. Glen Burnie, Maryland 21601, and who is a resident of the State of Maryland.

I, Warren W. Davis III as President certify under the penalties of perjury that to the best of my knowledge, information and belief that the foregoing resolution is true in all material respects.

October 25, 1985

Warren W. Davis III Pres.

By: Warren W. Davis III Pres.

RECEIVED FOR RECORD
CLERK COURT & COUNTY

1986 FEB 25 AM 9:09

E. AUBREY COLLISON
CLERK

*53018041
Rec'd 2/28/86 @ 10:25 AM*

0000 0173

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 176 Page 174

NOTICE OF CHANGE OF RESIDENT AGENT AND
AGENT'S ADDRESS

OF

DECK-ADENCE, LTD.

received for record October 28, 1985

, at 10:25 A.M.

and recorded on Film No. 2756

Frame No. 003705 one of

the charter records of the State Department of Assessments and Taxation of Maryland.

To the clerk of the Circuit

court of Anne Arundel County 52

AA N^o 22804

Special Fee Paid	\$5.00
Recording Fee Paid	\$3.00
Total	<u>\$8.00</u>

Return to: Deck-Adence, Ltd.
1491 Amberwood South
Annapolis, Maryland 21401

rc

0000 0174

BOOK 176 PAGE 175

001434

RESOLUTION OF ASSOCIATED CAB COMPANY, INC.
FOR CHANGE OF RESIDENT AGENT.

ASSOCIATED CAB COMPANY, INC., a Maryland Corporation, having its principal office in Anne Arundel County, State of Maryland, hereby, by resolution and signature of the president and secretary of said corporation changes the Resident Agent from:

Franklin B. Carter to Emmett Willis, 7872 Dogwood Road, Severn, Maryland 21144.

IN WITNESS WHEREOF, we have signed this Resolution this
16 day of October, 1985.

ATTEST:

Mildred E. Willis
MILDRED E. WILLIS, Secretary
Associated Cab Co., Inc.

Emmett Willis
EMMETT WILLIS, President
Associated Cab Co., Inc.

RECEIVED FOR RECORD
CIRCUIT COURT, ANNE ARUNDEL COUNTY

1986 FEB 25 AM 9:09

E. AUBREY COLLISON
CLERK

Recd 10/20/85 @ 5:44 PM
52988123

0000 0175

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 176 PAGE 176

NOTICE OF CHANGE OF RESIDENT AGENT AND
AGENT'S ADDRESS

OF

ASSOCIATED CAB COMPANY, INC.

received for record October 25, 1985

, at 9:44 A. M.

and recorded on Film No. 2755

Frame No. 001433 one of

the charter records of the State Department of Assessments and Taxation of Maryland.

To the clerk of the Circuit

court of Anne Arundel County 52

AA N^o 22775

Special Fee Paid	\$5.00
Recording Fee Paid	\$3.00
Total	\$8.00

Return to: Waldman, Grossfeld and Appel
2525 Mountain Road
Pasadena, Maryland 21122

rc

0000 0176

BOOK 176 PAGE 177

001407

CERTIFICATE OF RESOLUTIONS OF SECRETARY
OF OPTIC GRAPHICS, INC.

I, Frederick Moore, do certify that I am the duly elected Secretary and I am presently serving in said office and do hereby confirm the following resolutions were adopted at a duly called meeting of the Directors on October 21, 1985:

RESOLVED, That the present name and address of the Corporation's Resident Agent is:

John A. Scaldara, Esquire
Wright & Parks
Sun Life Building, 6th Floor
Baltimore, MD 21201

FURTHER RESOLVED, That the new mailing address for the Resident Agent for the Corporation is:

John A. Scaldara, Esquire
Wright & Parks
Sun Life Building, 3rd Floor
Baltimore, MD 21201

Dated: October 22, 1985

1985 OCT 23 A 9:17

Frederick Moore
Frederick Moore
Secretary

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

52968013

1986 FEB 25 AM 9:09

E. AUBREY COLLISON
CLERK

0000 0177

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 176 PAGE 178

NOTICE OF CHANGE OF RESIDENT AGENT'S ADDRESS
OF
OPTIC GRAPHICS, INC.

received for record October 23, 1985 , at 9:17 A. M.
and recorded on Film No. 2755 Frame No. 001406
the charter records of the State Department of Assessments and Taxation of Maryland.
To the clerk of the Circuit court of Anne Arundel County 52

AA N^o 22762

Special Fee Paid	\$5.00
Recording Fee Paid	<u>\$3.00</u>
Total	\$8.00

Return to: Wright & Parks
Sun Life Building
Charles Center
Baltimore, Maryland 21201

rc

0000 6178

BOOK 176 PAGE 179

001400

10-24-85

To whom it may concern:

The Board of Directors of Baldsicht Co. Inc., a
Corporation organized in Maryland on May 12, 1947,
duly approved a resolution as follows:

Resolved: That the principal office resident agent,
of the Corporation is changed to Elizabeth K. Legore.

P.O. Box 4065, Dundalk, Md 21222

648 Echo Coast Dr. Croftsville Md 21032

I Elizabeth K. Legore' certify under the
penalty of perjury that to the best of my
knowledge, information, and belief the foregoing
resolution is true in all material respects.

E. K. Legore'
Pres.

RECEIVED FOR RECORD
CIRCUIT COURT, BALTIMORE COUNTY

1986 FEB 25 AM 9:09

E. AUBREY COLLISON
CLERK

52978310

0000 0179

BOOK 176 PAGE 180

NOTICE OF CHANGE OF PRINCIPAL OFFICE, RESIDENT AGENT
AND AGENT'S ADDRESS

OF

THE BALCO YACHT COMPANY

received for record October 24, 1985

, at 10:00 A.M.

and recorded on Film No. 2755

Frame No. 001399 one of

the charter records of the State Department of Assessments and Taxation of Maryland.

To the clerk of the Circuit

court of Anne Arundel County 52

AA N^o 22759

Special Fee Paid	\$5.00
Recording Fee Paid	\$3.00
Total	\$8.00

Return to: Elizabeth A. Legare
648 Echo Cove Drive, Box 11
Crownsville, Maryland 21032

rc

0000 0180

BOOK 176 PAGE 181

PETS ON WHEELS/LIFE SUPPORT PROGRAM, INCORPORATED
ARTICLES OF INCORPORATION

FIRST: I, Jeane Miller, whost post office address is Suite 413, Arundel Center North, 101 Crain Highway NW, Glen Burnie, Maryland 21061, being at least eighteen (18) years of age, am hereby forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the Corporation, hereinafter called the "Corporation", is Pets on Wheels/Life Support Program, Incorporated.

THIRD: The purposes for which the Corporation is formed are:

(a) The Corporation is organized exclusively for educational and charitable purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501 (c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), and, more specifically, to receive and administer funds for such charitable and educational purposes, all for the public welfare, and for no other purposes, and to that end, to take and hold, by bequest, devise, gift, purchase, or lease, either absolutely or in trust for such objects and purposes or any of them, any property, real, personal or mixed, without limitation as to amount of value, except such limitations, if any, as may be imposed by law; to sell, convey, and dispose of any such property and to invest and reinvest the principal thereof, and to deal with and expend the income therefrom for any of the before-mentioned purposes, without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received; to receive any property real personal or mixed, in trust, under the terms of any will, deed of trust, or other trust instrument for the foregoing purposes or any of them, and in administering the same to carry out the directions, and exercise the powers contained in the trust instrument under which the property is received including the expenditure of the principal as well as the income,

53248427

1986 FEB 25 AM 9:09

E. AUBREY COLLISON
CLERK

2761 2862

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BOOK 176 PAGE 182

for one or more of such purposes, if authorized or directed in the trust instrument under which it is received, but no gift, bequest, or demise of any such property shall be received and accepted if it be conditioned or limited in such manner as shall require the disposition of the income or its principal to any person or organization other than a "charitable organization" or for other than "charitable purposes" within the meaning of such terms as defined in Article NINTH of these Articles of Incorporation, or as shall in the opinion of the Board of Directors, jeopardize the federal income tax exemption of the Internal Revenue Code of 1954, as now in force or afterwards amended; to receive, take title to, hold, and use the proceeds and income of stocks, bonds, obligations, or other securities of any corporation or corporations, domestic or foreign but only for the foregoing purposes, or some of them; and, in general, to exercise any, all and every power for which a non-profit corporation organized under the applicable provisions of the Annotated Code of Maryland for scientific, educational, and charitable purposes, all for the public welfare, can be authorized to exercise, but only to the extent the exercise of such powers are in furtherance of exempt purposes.

(b) No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its members, directors, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article THIRD hereof. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting, to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of

2761 2863

0000 0182

-3-

BOOK 176 PAGE 183

the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contribution to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

(c) Included among the educational and charitable purposes for which the Corporation is organized, as qualified and limited by subparagraphs (a) and (b) of this Article THIRD are the following: to advise and assist the sponsor, the Anne Arundel County Department of Aging, by offering the residents of Anne Arundel County Convalescent homes the opportunity and benefit of participation in a regularly scheduled program of visiting with pets and their owners from the local area; and to do anything permitted by Section 2-103 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time.

FOURTH: The post office address of the principal office of the Corporation in this State is Suite 413, Arundel Center North, 101 Crain Highway NW, Glen Burnie, MD. 21061. The post office address of the Resident Agent of the Corporation is the same as for the principal office, and the Resident Agent is Jeane Miller. Said Resident Agent is an individual actually residing in this State.

FIFTH: The Corporation is not organized for profit; it shall have no capital stock and shall not be authorized to issue capital stock. The number of qualifications for; and other matters relating to its members shall be as set forth in the by-laws of the Corporation.

SIXTH: The number of Directors of the Corporation shall be the number provided for in the By-Laws, but may never be fewer than three, and shall be elected in accordance with the By-Laws procedures.

2761 2864

0000 6183

-4-

BOOK 176 PAGE 184

The names of the Directors of the Corporation are: Paul Rhodes, M.D., chairperson; Jacquie Cowan, vice chairperson; and Dorothy Bull, secretary.

SEVENTH: Upon the dissolution of the Corporation's affairs, or upon the abandonment of the Corporation's activities due to its impracticable or inexpedient nature, the assets of the Corporation then remaining in the hands of the Corporation shall be distributed, transferred, conveyed, delivered and paid over to any other charitable organization (as hereinafter defined) of this or any other State, having similar or analogous character or purpose, in some way associated with or connected with the corporation to which the property previously belonged.

EIGHTH: The Corporation may by its By-Laws make any other provisions or requirements for the arrangement or conduct of the business of the Corporation, provided the same be not inconsistent with these Articles of Incorporation nor contrary to the laws of the State of Maryland or of the United States.

NINTH: In these Articles of Incorporation,

(a) References to "charitable organizations" or "charitable organization" mean corporations, trusts funds, foundations, or community chests created or organized in the United States or in any of its possessions, whether under the laws of the United States, any state or territory, the District of Columbia, or any possession of the United States, organized and operated exclusively for charitable purposes, no part of the net earnings of which inures or is payable to or for the benefit of any private shareholder or individual, and no substantial part of the activities of which is carrying on propaganda or otherwise attempting, to influence legislation and which do not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of any candidates for public office. It is intended that the organization described in this Article NINTH shall be entitled to exemption from federal income tax under

2761 2865

0000 0184

-5-

FORM 176 PAGE 185

Section 501(c)(3) of the Internal Revenue Code of 1954, as now in force or afterwards amended.

(b) The term "charitable purposes" shall be limited to and shall include only religious, charitable, scientific testing for public safety, literary, or educational purposes within the meaning of the terms used in Section 501(c)(3) of the Internal Revenue Code of 1954 but only such purposes as also constitute public charitable purposes under the laws of the United States, any state or territory, the District of Columbia, or any possession of the United States, including, but not limited to, the granting of scholarships to young men and women to enable them to attend educational institutions.

TENTH: (a) The Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1954, or corresponding provision of any subsequent federal tax laws.

(b) The Corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

(c) The Corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

(d) The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

(e) The Corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 4 day of November, 1985, and I acknowledge same to be my act.

Jeanne Miller

2761 2866

0000 0185

181-071

BOOK 176 PAGE 186

(02)

10

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

Non Stock

TIME 2:32 MO. DAY YEAR 11-15-85

(52)

80	ORG. & CAP. FEE
80	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL CASH <input type="checkbox"/> APPROVED BY
	CHECK <input checked="" type="checkbox"/> Jps

Leane Miller
413 Arundel Center North
101 Crain Highway NW
Glen Burnie Md 21061

NOV 15 1985

2761 2867

0000 0186

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 176 PAGE 187

ARTICLES OF INCORPORATION
OF
PETS ON WHEELS/LIFE SUPPORT PROGRAM, INCORPORATED

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 15, 1985 AT 02:32 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2761, FOLIO 2861 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID:
\$ 20

RECORDING FEE PAID:
\$ 20

SPECIAL FEE PAID:
\$

D2033868

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.

Richard W. Fink



A 189880

2761 2861

BOOK 176 PAGE 188

ARTICLES OF INCORPORATION
OF

WEEMS CREEK NURSERY SCHOOL & KINDERGARTEN, INC.

(A Maryland Close Corporation under Title 4
of the Corporations and Associations Article
of the Annotated Code of Maryland)

FIRST: I, VIDA L. TATE, whose post office address is
1 Norwood Road, Annapolis, Maryland 21401, being at least
eighteen (18) years of age, hereby form a corporation under and
by virtue of the General Laws of the State of Maryland.

SECOND: The name of the Corporation (which is hereafter
called the "Corporation") is WEEMS CREEK NURSERY SCHOOL &
KINDERGARTEN, INC.

THIRD: The Corporation shall be a close corporation as
authorized by Title 4 of the Corporations and Associations Article
of the Annotated Code of Maryland, as amended.

FOURTH: The purposes for which the Corporation is formed
are as follows: To operate and conduct a private educational
institution for children of the pre-school and kindergarten years,
and to carry on any other activity which may be deemed in any
way directly associated therewith; to acquire as may be necessary
by purchase, gift, lease, exchange, or otherwise, real and personal
property as may be deemed necessary for the operation of said
business; to subscribe to, purchase and acquire, hold, own, invest
in, assign, pledge or otherwise dispose of, or deal in the stocks,
bonds and other securities and obligations of any other corpora-
tion, domestic or foreign; to acquire the good will, rights and
property and to undertake the whole or any part of the assets and
liabilities of any person, firm, association or corporation engaged
in a similar business; to borrow money for the purposes of the
Corporation and to issue bonds, notes, and other obligations, and
to sell or pledge such bonds, notes or other obligations for its
proper corporate purposes; to have one or more offices and to

LAW OFFICES
WILLIAM T. WOOD
ATTORNEY AT LAW
THE ADAMS LAW CENTER
31 WOOD LANE
ROCKVILLE, MARYLAND
20850

1986 FEB 25 AM 9:10

E. AUBREY COLLISON
CLERK

53228663 2761 2471

BOOK 176 PAGE 188

BOOK 176 Page 189

carry on and to conduct all or any of its operations and business in any state, district, territory or colony of the United States of America, and in any and all foreign countries.

✓
FIFTH: The post office address of the principal office of the Corporation in this State is 238 Kirkley Road, Annapolis, Maryland 21401. The name and post office address of the Resident Agent of the Corporation in this State is WILLIAM T. WOOD, 31 Wood Lane, Rockville, Maryland 20850.

SIXTH: The total number of shares of capital stock which the Corporation has authority to issue is ONE THOUSAND (1000) SHARES of common stock, without par value.

SEVENTH: There shall be no Board of Directors.

The initial director shall be Vida Tate.
EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 9th day of July, 1985, and I acknowledge the same to be my act.

Vida L. Tate
VIDA L. TATE

LAW OFFICES
WILLIAM T. WOOD
ATTORNEY AT LAW
THE ADAMS LAW CENTER
31 WOOD LANE
ROCKVILLE, MARYLAND
20850

2761 2472

0000 0189

CLERKS NOT
BEST CO
AVAILAB

021-1871

BOOK 176 PAGE 190

(02)

(52)

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 2:20 MO. DAY YEAR 11-18-85

20	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL
	CASH <input checked="" type="checkbox"/> APPROVED BY
	CHECK <input type="checkbox"/>

William Wood
31 Wood Lane
Rockville Md
20850

NOV 18 1985

2761 2473

0000 0190

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 176 PAGE 191

ARTICLES OF INCORPORATION
OF
WEEMS CREEK NURSERY SCHOOL & KINDERGARTEN, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 18, 1985 AT 02:20 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED. 3

RECORDED IN LIBER 2761, FOLIO 2470, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID
\$ 20

RECORDING FEE PAID:
\$ 20

SPECIAL FEE PAID:
\$

D2033231

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.

David W. Fisher



A 189817

2761-2470

1985 NOV 18 A 11:56

BOOK 176 PAGE 192

ARTICLES OF INCORPORATION
OF
LIZOTTE ASSOCIATES, INC.

FIRST: I, LINDA W. LIZOTTE, whose post office address is 3938 Mill Pond Point, Edgewater, Maryland, 21037, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the Corporation (which is hereafter called the "Corporation" is LIZOTTE ASSOCIATES, INC.

THIRD: The Corporation shall be a close corporation as authorized by Title Four of the Corporations and Associations Article of the Annotated Code of Maryland, as amended.

FOURTH: The purposes for which the Corporation is formed are:

1. To engage in the sale of commercial furnishings as a manufacturer representative; and to engage in any other lawful purpose and/or business; and
2. To do anything permitted by Section 2-103 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time.

FIFTH: The post office address of the principal office of the Corporation in this State is 3938 Mill Pond Point, Edgewater, Maryland, 21037. The name and post office address of the Resident Agent of the Corporation in this State is James M. Greenan, 9200 Basil Court, Suite 101, Landover, Maryland, 20785. Said Resident Agent is an individual actually residing in this State.

53228441

RECEIVED FOR RECORD
CIRCUIT COURT, B.A. COUNTY

1986 FEB 25 AM 9:10

E. AUBREY COLLISON
CLERK

2761 2397

0000 6192

CLERKS NOTAT
BEST CO
AVAILAB

BOOK 176 PAGE 193

SIXTH: The total number of shares of capital stock which the Corporation has authority to issue is five thousand (5,000) shares of common stock, without par value.

SEVENTH: The corporation elects to have no Board of Directors. Until the election to have no Board of Directors becomes effective, there shall be one (1) director, whose name is LINDA W. LIZOTTE.

EIGHTH:

(1) As used in this Article EIGHTH, any word or words that are defined in Section 2-418 of the Corporations and Associations Article of the Annotated Code of Maryland (the "Indemnification Section"), as amended from time to time, shall have the same meaning as provided in the Indemnification Section.

(2) The Corporation shall indemnify a present or former director or officer of the Corporation in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section.

(3) With respect to any corporate representative other than a present or former director or officer, the Corporation may indemnify such corporate representative in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section; provided, however, that to the extent a corporate representative other than a present or former director or officer successfully defends on the merits or otherwise any proceeding referred to in subsections (b) or (c) of the Indemnification Section or any claim, issue or matter raised in such proceeding, the Corporation shall not indemnify such corporate representative other than a present or former director or officer under the Indemnification Section unless and until it shall have been determined and

2761 2398

0000 0193

BOOK 176 PAGE 194

authorized in the specific case by an affirmative vote, at a duly constituted meeting of a majority of all the votes cast by stockholders who were not parties to the proceeding, that indemnification of such corporate representative other than a present or former director or officer is proper in the circumstances.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 30th day of October, 1985, and I acknowledge the same to be my act.

Linda W. Lizotte
Linda W. Lizotte

2761 2399

0000 0194

BOOK 176 PAGE 195

020/Am

52

STATE DEPARTMENT OF
RECORDS AND TAXATION
APPROVED FOR RECORD
TIME 11:56 NO. DAY YEAR 11-18-85

Stock

20	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL CASH <input type="checkbox"/> APPROVED BY CHECK <input checked="" type="checkbox"/> [Signature]

Greenan, Walker
9200 Basil Court
handover Md 20785

2761 2400

0000 0195

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 176 PAGE 196

ARTICLES OF INCORPORATION
OF
LIZOTTE ASSOCIATES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 18, 1985 AT 11:56 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2761, FOLIO 2396, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID
\$ 20

RECORDING FEE PAID.
\$ 20

SPECIAL FEE PAID:
\$

D2033124

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.

David W. Fisher



A 189806

2761 2396

BOOK 176 PAGE 197

ARTICLES OF INCORPORATION
OF
RITCHIE BIKE AND MOPED, INC.
A Close Corporation

1985 NOV 18 A 11:13

I. The undersigned, C. B. Carlan, whose post office address is Suite 302, 112 Main Street, Annapolis, Anne Arundel County, Maryland 21401, being at least eighteen years of age or older, does hereby form a corporation under the General Laws of the State of Maryland.

II. This Corporation shall be a Close Corporation.

III. The name of the Corporation is RITCHIE BIKE AND MOPED, INC.

IV. The purpose for which the Corporation is formed is to engage in and to conduct any and all lawful activities that it may elect to pursue, including but not limited to the sale, lease and rental of equipment and merchandise.

V. The Corporation shall be authorized to exercise and enjoy all of the powers, rights and privileges granted to or conferred upon corporations of similar character by the General Laws of the State of Maryland now or hereinafter in force, and the enumeration of the foregoing powers shall not be deemed to exclude any powers, rights or privileges so granted or conferred.

✓ VI. The post office address of the place at which the principal office of the Corporation in this State shall be located is 8360 MD. RT. 3 North, Millersville, Maryland 21108.

VII. The name and address of the resident agent of the Corporation is C. B. Carlan, Suite 302, 112 Main Street, Annapolis, Maryland 21401, and the said C. B. Carlan is a citizen of the State of Maryland and actually resides therein.

VIII. The total amount of authorized capital stock of the Corporation is One Thousand shares, without nominal or par value.

VIX. The number of directors of the Corporation comprising the full Board shall be one, who shall serve until the organizational meeting of the stockholders and Board of Directors, at which time the Corporation may elect to operate without a Board of Directors, as may be more fully set forth in the By-Laws of the Corporation. The name and address of the Director who shall serve only until the organizational meeting is C. B. Carlan, Suite 302, 112 Main Street, Annapolis, Maryland 21401.

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 FEB 25 AM 9:10

E. AUBREY COLLISON
CLERK

2761 2393

53228435

0000 6197

BOOK 176 PAGE 198

X. The duration of the Corporation shall be perpetual.

XI. These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, I, the undersigned, have signed these Articles of Incorporation of RITCHIE BIKE AND MOPED, INC., a Close Corporation and do hereby acknowledge the same to be my act on this 1st day of NOVEMBER, 1985.


C. B. CARLAN

2761 2394

0000 0198

BOOK 176 PAGE 199

(02) *Ad*

(52)

stock

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 11:13 MO. DAY YEAR 11-18-85

20	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL CASH <input type="checkbox"/> APPROVED BY
	CHECK <input checked="" type="checkbox"/> <i>gas</i>

Cabell Carlan
112 Main St. #302
Annapolis, Md 21401

2761 2395

0000 0199

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 176 PAGE 200
ARTICLES OF INCORPORATION
OF
RITCHIE BIKE AND MOPED, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 18, 1985 AT 11:13 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED. 3

RECORDED IN LIBER 2761, FOLIO 2392, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID
\$ 20

RECORDING FEE PAID
\$ 20

SPECIAL FEE PAID
\$

D2033116

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.

David W. Fisher



A 189805

2761 2392

BOOK 176 Page 201

ARTICLES OF INCORPORATION

OF

HEAD TO TOES, INC.

FIRST: I, MARILYN C. SIEGEL, whose post office address is 812 Blaustein Building, One North Charles Street, Baltimore, Maryland 21201, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (hereinafter called the "Corporation") is

HEAD TO TOES, INC.

THIRD: The purposes for which the Corporation is formed are:

(a) To carry on and conduct a business providing manicures, pedicures, facials, hair removal by wax, make-up consultations and applications and the sale of related products.

(b) To carry on the aforesaid business and any related or unrelated business and activity in the State of Maryland, in any state, territory, district or dependency of the United States, or in any foreign country.

(c) To do anything permitted in Section 2-103 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time.

FOURTH: The post office address of the principal office of the Corporation in this State is 1216 Reisterstown Road, Baltimore, Maryland 21208. The name and post office address of the resident agent of the Corporation in this State is Larisa Agatstein, 7424 Ricksway Road, Baltimore, Maryland 21208. Said agent is an individual actually residing in this State.

FIFTH: The total number of shares of capital stock which the Corporation has authority to issue is Five Thousand (5,000) shares, without par value.

SIXTH: The number of directors of the Corporation shall be two (2) which number may be increased or decreased pursuant to the By-Laws of the Corporation, and so long as there are less than three (3) stockholders, the number of directors may be less than three (3) but not less than the number of stock-

1986 FEB 25 AM 9:10

53228434

E. AUBREY COLLISON
CLERK

2761 2389

0000 0201

BOOK 176 PAGE 202

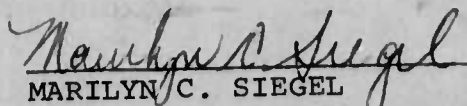
holders. The names of the directors, who shall act until the first annual meeting or until their successors are duly chosen and qualified are: Larisa Agatstein and Maya Prodilaylo.

SEVENTH: No Stockholder of the Corporation shall have any preferential or pre-emptive right to acquire additional shares of stock of the Corporation except to the extent that, and on such terms as, the Board of Directors from time to time may determine.

EIGHTH: The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, and securities convertible into shares of stock of any class, whether now or hereafter authorized, for such considerations as said Board of Directors may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the Corporation.

NINTH: The Corporation shall have the power to indemnify, by express provision in its By-Laws, by Agreement or by majority vote of either its stockholders or disinterested directors, any one or more of the following classes of individuals; (1) present or former directors and/or officers of the Corporation, (2) present or former agents and/or employees of the Corporation, (3) present or former administrators, trustees or other fiduciaries under pension, profit sharing, deferred compensation, or any other employee benefit plan maintained by the Corporation and (4) persons serving or who have served at the request of the Corporation in any of the aforementioned capacities for any other corporation, partnership, joint venture, trust, or other enterprises. Provided, however, that the Corporation shall not have the power to indemnify any person if such indemnification would be contrary to Section 2-418 of the Corporations and Associations Article of the Annotated Code of Maryland, or any statute, rule or regulation of similar import.

IN WITNESS WHEREOF, I do hereby acknowledge these Articles of Incorporation, to be my act this 14th day of November, 1985.

 (SEAL)
MARILYN C. SIEGEL

BOOK 176 Page 203

02 JH

53

Stack

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION APPROVED FOR RECORD			
TIME	11:11	MO.	DAY YEAR
			11-18-85
20	ORG. & CAP. FEE		
20	RECORDING FEE		
	LIMITED PARTNERSHIP FEE		
	OTHER		
40	TOTAL	CASH <input type="checkbox"/> CHECK <input checked="" type="checkbox"/>	APPROVED BY <i>JH</i>

Marilyn Siegel
812 Blaustein Bldg, Charles + Fayette
Balt, Md 21201

2761 2391

0000 6203

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 176 PAGE 204

ARTICLES OF INCORPORATION
OF
HEAD TO TOES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

OF MARYLAND NOVEMBER 18, 1985 AT 11:11 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED. 3

RECORDED IN LIBER 2761, FOLIO 2388, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID:
\$ 20

RECORDING FEE PAID:
\$ 20

SPECIAL FEE PAID:
\$

D2033108

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.

David W. Fisher



A 189804

2761 2388

176-205

R.B. CONAWAY & SONS, INC.

A Maryland Corporation
Organized Pursuant to the
Corporations and Associations Article of the
Annotated Code of Maryland

ARTICLES OF INCORPORATION
(A Close Corporation Under Title 4)

FIRST: I, Ronald B. Conaway, whose post office address is 837 Valentine View, Crownsville, Maryland 21032, being at least eighteen (18) years of age, hereby forms a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the Corporation (which is hereafter called the "Corporation") is R.B. CONAWAY AND SONS, INC.

THIRD: The Corporation shall be a close corporation as authorized by Title 4.

FOURTH: The purposes for which the corporation is formed are:

- (1) To conduct an auto service business, which specializes in precision tune-ups and lubrications.
- (2) To purchase and operate a Franchise, trading as "Sparks Tune-Up"
- (3) To do anything permitted by Section 2-103 of the Corporations and Associations Article of the Annotated Code of Maryland as amended from time to time.

FIFTH: The post office address of the principal office of the Corporation in this State is 837 Valentine View, Crownsville, Maryland 21032.

SIXTH: The name and post office address of the Resident Agent of the Corporation in this State is Ronald B. Conaway, 837 Valentine View, Crownsville, Maryland 21032. Said Resident Agent is an individual actually residing in this State.

SEVENTH: The total number of shares of capital stock which the Corporation has authority to issue is one hundred thousand (100,000) shares of common stock, with one cent (\$.01) par value.

EIGHTH: The number of directors shall be one (1), which number may be increased or decreased pursuant to the By-Laws of the Corporation. The names of the director, who shall act until the first annual meeting or until his successors are duly chosen and qualified is Ronald B. Conaway.

12:01 V 81 AON 5861

RECEIVED FOR RECORD
CIRCUIT COURT, L.A. COUNTY

1985 FEB 25 AM 9:10

E. AUBREY COLLISON
CLERK

53228104
2761-0094

0000 6205

BOOK 176 PAGE 206

NINTH: The Corporation may indemnify a present or former director or officer of the Corporation or other corporate representative to the maximum extent permitted by and in accordance with Section 2-418 of the Corporations and Associations Article of the Annotated Code of Maryland.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 8 day of Nov, 1985, and acknowledge the same to be my act.

Deborah M. Austin
Witness

Ronald B. Conaway
Ronald B. Conaway

BOOK 176 PAGE 207

02 *DM*

STATE DEPARTMENT OF
ASSESSMENT AND TAXATION
APPROVED FOR RECORD

TIME 10:21 MO. 11 DAY 18 YEAR 85

20	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
14	OTHER 300 bp.
54	TOTAL
	CASH <input checked="" type="checkbox"/> CHECK <input checked="" type="checkbox"/>

(52)

thick

Ronald B. Conway
837 Valentine View.
Crownsville, Md. 21032.

2761 0096

0000 0207

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 176 PAGE 208
ARTICLES OF INCORPORATION
OF
R.B. CONAWAY AND SONS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 18, 1985 AT 10:21 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2764 , FOLIO 93 , OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID
\$ 20

RECORDING FEE PAID
\$ 20

SPECIAL FEE PAID
\$

D2032977

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.

Richard W. Fisher



A 189709

2761 0093

BOOK 176 PAGE 209

INSTITUTE FOR VALUE-CREATING EDUCATION INC.

- 9p
- FIRST : The undersigned, Barr H. Attaway of 781 Harness Creek View, Annapolis, Maryland, 21403 and Hope C. Bliss of 781 Harness Creek View, Annapolis, Maryland 21403, being at least eighteen years of age, do hereby form a corporation under the general laws of the State of Maryland.
- SECOND : The name of the corporation (hereinafter called the corporation) is "INSTITUTE FOR VALUE-CREATING EDUCATION INC."
- THIRD : The corporation shall be a close corporation as authorized by Title 4.
- FOURTH : The purposes for which the corporation is formed are:
1. to establish a training facility to foster expert educational personnel capable of implementing studies in value-creating education;
 2. to found an adjoining school for children representing a diversity of socio-economic backgrounds as a laboratory of value-creating education for observation and testing of ideas; and
 3. to set up a research facility and disseminate its observed findings in furtherance of the activities set forth in 1 & 2 supra.
- ✓ FIFTH : The Post Office address of the principal office of the Corporation in Maryland is 781 Harness Creek View, Annapolis, Anne Arundel County, 21403. The name and Post Office address of the Resident Agent of the Corporation in Maryland are Hope C. Bliss, 781 Harness Creek View, Annapolis, Maryland 21403.
- SIXTH : The total number of shares of stock which the Corporation has authority to issue is ONE HUNDRED SHARES of par value of TEN DOLLARS per share.
- SEVENTH : THE NUMBER OF DIRECTORS of the Corporation shall be five (5), which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than two (2): and the names of the Directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are: Hope C. Bliss and Barr H. Attaway.
- EIGHTH : The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation on this 28th day of October, 1985, and severally acknowledge the same to be our act.

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 FEB 25 AM 9:10

E. AUBREY COLLISON
CLERK

53168248

Barr H. Attaway
Barr H. Attaway

Hope C. Bliss
Hope C. Bliss

2760 2935

0000 0209

CLERKS NOT
BEST CO
AVAILAB

NOV 12 A 537

BOOK 176 PAGE 210

(02)

(52)

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
TIME 8:00 MO. DAY YEAR 11-18-85

13

stock

20	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
7	OTHER 1000
47	TOTAL CASH <input type="checkbox"/> APPROVED BY CHECK <input checked="" type="checkbox"/> DVS

Hope Bliss
781 Harness Creek View Dr
Annapolis Md 21403

2760 2936

0000 0210

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 176 PAGE 211

ARTICLES OF INCORPORATION
OF
INSTITUTE FOR VALUE-CREATING EDUCATION INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 18, 1985 AT 08:00 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2760 , FOLIO 2934 , OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID:
\$ 20

RECORDING FEE PAID
\$ 20

SPECIAL FEE PAID:
\$

D2032878

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.

Dean W. [Signature]



A 189699

2760 2934

BOOK 176 PAGE 212

ARTICLES OF INCORPORATION
OF
PAUL E. ROSSEAU CONTRACTORS, INC.

1985 NOV 14 A 10:42

THIS IS TO CERTIFY:

FIRST: The undersigned, PAUL E. ROSSEAU, whose post office address is 20 St. Ives Drive, Severna Park, Maryland 21146, being at least twenty-one years of age, does hereby form a corporation under the General Laws of the State of Maryland.

SECOND: That the name of the Corporation (which is hereinafter called the Corporation) is:

PAUL E. ROSSEAU CONTRACTORS, INC.

THIRD: The purposes for which the Corporation is formed and the businesses and objects to be carried on and promoted by it are as follows:

A. To conduct, engage in, and carry on general contracting business and specialty contracting business; and do any and all things necessary, convenient, advisable or customary in the operation of any such business or businesses; including dealing in generally with supplies and equipment concomitant to any such business or businesses.

B. To conduct the business of this Corporation and for such purposes to have one or more branch places of business and unlimitedly and without reservations and restrictions, to hold, purchase, lease, mortgage, and convey real property and personal property in or out of the State of Maryland as shall from time to time be found necessary or convenient for the purpose of the business of the Corporation; to buy, sell, hold, exchange, finance, mortgage, invest or otherwise deal in stocks (including its own), bonds, mortgages, real property, leasehold estates and personal property; to acquire by purchase or otherwise any real estate, improved or unimproved, or any interest therein or any rights, fixtures, assets, and in any and all personal property necessary, suitable or convenient in connection with or incidental to the accomplishment of the Corporation in the operation of its business.

C. To buy, sell, market, manufacture, produce, import and export and otherwise deal in goods, wares and merchandise of all kinds and descriptions and to carry on any other business which can be conveniently carried on in connection with any of the Corporation's objects and purposes.

D. To own, lease, sublease, build, maintain and operate offices, stores, warehouses, storage buildings, garages, repair shops, stores and other buildings necessary or convenient for any business carried on by the Corporation.

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 FEB 25 AM 9:10

E. AUBREY COLLISON
CLERK

53188112 2760 2910

0000 0212

LAW OFFICES
NORMAN SHEER
ATTORNEY AT LAW
POST OFFICE BOX 408
REISTERSTOWN, MD. 21136

BOOK 176 PAGE 213

E. To purchase, lease or otherwise acquire, all or any part of the property, rights, business, contracts, goodwill, franchises and assets of every kind, of any corporation, association, firm, co-partnership or individual, including the estate of a decedent, carrying on or having carried on in whole or in part any of the aforesaid businesses or any other businesses that the Corporation may be authorized to carry on and to undertake, guarantee, assume and pay for any such property, rights, business, contracts, goodwill, franchises or assets by the issue, in accordance with the laws of Maryland, of stock, bonds or other securities of the Corporation or to pay for the same in cash or otherwise.

F. To develop, apply for, acquire, hold, use, sell, mortgage, license, assign or otherwise deal in or dispose of letters patent of the United States or any foreign country, and any and all patent rights, patents applied for, use of patents applied for, licenses, privileges, inventions, improvements, processes, formulae, trade names and trademarks relating to or in connection with any business carried on by the Corporation.

G. To maintain and keep storage warehouses for the storage and deposit of goods and merchandise of all kinds and descriptions, and conduct all business appertaining thereto including the making of advances of goods stored and deposited with it, and to have and receive all the rights and emoluments thereto belonging.

H. To enter into, make and perform contracts without limit as to character or amount, to execute, issue, endorse, make, draw, accept and use bonds, debentures, notes, drafts, bills of exchange and any other kind of negotiable instruments.

I. To build, erect, construct, improve, purchase, hire or otherwise acquire, and to own, maintain, lease and operate, and to aid and subscribe toward the acquisition, construction or improvements of stores, factories, warehouses, buildings, structures, offices, houses, works, machinery, plants and facilities and all other things of whatsoever kind and nature, wheresoever situate, suitable, necessary, useful or helpful in connection with any or all of the objects of the Corporation.

J. To purchase, own or otherwise acquire, hold and reissue the shares of its own capital stock of any class and to deal in its own securities.

K. To incur debts, and to raise, borrow and secure the payment of money in any lawful manner, including the issue and sale or other disposition of bonds, warrants, debentures obligations, negotiable or transferable interests, and evidence of indebtedness of all kinds, whether secured by mortgage, pledge, deed of trust or otherwise.

BOOK 176 PAGE 214

L. To endorse, guarantee, indemnify and make secure the punctual performance of any obligation or covenant or chose in action, of any other person, firm or corporation.

M. To carry on any business which may be calculated directly or indirectly to effectuate the aforesaid objects or any of them, or to facilitate the transaction to or by the Corporation of the aforesaid business or any part thereof, or the transaction of any business which may be calculated directly or indirectly to enhance the value of its assets and property and to carry on any business not forbidden by law which may be appropriate to promote and attain any or all of the objects and the purposes herein set forth.

N. To carry on any business or businesses of any kind whatsoever which may not be now or at any time unlawful for an ordinary business corporation, incorporated in the State of Maryland, to carry on.

O. In general, to do any or all things hereinabove set forth and such other things as are incidental or conducive to the attainment of the objects and purposes of the Corporation, as principal, factor, contractor, trustee, or otherwise, either alone or in conjunction with any person, friend, firm, association or corporation, and in carrying on its business, and for the purpose of attaining or furthering any of its objects to make and/or perform contracts of any kind and description, and to do work and such acts and things and to exercise any and all such powers to the same extent as a natural person might or could lawfully do to the extent allowed by law, and in any part of the world, without restrictions as to place or amount; and to organize and promote or facilitate the organization of subsidiary companies.

P. The foregoing clauses shall be construed both as objects and powers, and the foregoing enumeration of the purpose, objects and businesses of the Corporation is made in furtherance and not in limitation of the powers conferred upon the Corporation by law, and it is intended that the particular purposes, objects, businesses and powers specified in each of the paragraphs of this Article Three of these Articles of Incorporation shall not be, in any manner, limited or restricted by implication or restricting the generality of any other purpose, object or business mentioned, or by any of the other purposes, objects and powers in particular of the Corporation, but it hereby expressly declared that all other lawful powers specified in this Article and each of the Articles or paragraphs of these Articles of Incorporation shall be construed as independent purposes, objects and powers, and that said Corporation is expressly formed upon the Articles, conditions and provisions herein expressed, and subject to all particulars to the limitations relating to corporations which are contained in the General Laws of this State.

Q. To do everything necessary, proper or convenient for the accomplishment of the purposes hereinabove set forth, and to do all other

LAW OFFICES
NORMAN SHEER
ATTORNEY AT LAW
POST OFFICE BOX 408
REISTERSTOWN, MD. 21136

BOOK 176 PAGE 215

things incidental to them or connected to them that are not forbidden by the act, by any other law, or by these Articles of Incorporation.

FOURTH: The Corporation will not conduct, engage in, or carry on the business of a surety or insurance.

FIFTH: The post office address of the place at which the principal office of the Corporation in this State will be located in 188 Duke of Gloucester Street, Annapolis, Maryland 21401. The Resident Agent of the Corporation is NORMAN SHEER whose post office address is 303 Glyndon Drive, Reisterstown, Maryland 21136. Said Resident Agent is a citizen of the State of Maryland and actually resides therein.

SIXTH: The Corporation shall have one director, namely, PAUL E. ROSSEAU, who shall act as such until the first annual meeting or until his successors are duly chosen and qualified.

The number of directors may be altered from time to time by the By-Laws or as therein provided. In case of any increases in the numbers of directors, the additional directors shall be elected as provided in the By-Laws, or by the stockholders at an annual meeting or special meeting. In case of any vacancy in the Board of Directors, whether by increase in the number thereof or otherwise, the remaining directors, by affirmative vote of the majority thereof, may elect a successor to hold office for the unexpired term or portion thereof, of the director whose place is vacant, or until his successor shall be duly elected and qualified.

SEVENTH: The total amount of the authorized stock of the Corporation is one hundred (100) shares of voting common stock having no par value per share.

EIGHTH: In furtherance, and not in limitation of the powers conferred by Statute, the Board of Directors are expressly authorized:

A. To purchase, hold, sell and reissue the shares of the Corporation's own Common Stock.

B. To manage the property, business and affairs of the Corporation and dictate its general business policy, and subject to any provisions of the State, or to the vote of its stockholders, determine all matters and questions pertaining to its business and affairs.

C. The Board of Directors is hereby empowered to authorize issuance from time to time of shares of stock of any class, whether now or hereafter authorized, and securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such considerations as said Board may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the Corporation.

LAW OFFICES
NORMAN SHEER
ATTORNEY AT LAW
POST OFFICE BOX 408
REISTERSTOWN, MD. 21136

BOOK 176 PAGE 216

NINTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and the stockholders:

(a) No contract, or other transaction between this Corporation and any other corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the officers of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of such other corporation; and officers of this Corporation individually, or any firm of which any officer of this Corporation may be a member, may be party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, and any officer of this Corporation who is also a director or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of this Corporation held which shall authorize any such contract or transaction, and may vote there at to authorize any such contract or transaction.

(b) The Corporation shall indemnify any director, officer or employee, or former director, officer or employee of the Corporation, or any person, against expenses actually and reasonably incurred by him or her in connection with the defense of any action, suit or proceeding, civil, criminal or administrative, in which he or she is made a party by reason of being or having been such director, officer or employee, except in relation to matters as to which he or she shall be adjudged in such action, suit or proceeding to be liable for negligence or misconduct in the performance of duty to the Corporation. The Corporation may also reimburse any officer or employee the reasonable costs of settlement of such action, suit or proceeding, if it shall be found by a majority of the stockholders that it was to the interest of the Corporation that such settlement be made and that such officer or employee was not guilty of negligence or misconduct. Such rights of indemnification and reimbursement shall not be deemed exclusive of any other rights in which such individual may be entitled under any by-law, agreement, vote of stockholders or otherwise.

TENTH: The duration of the Corporation shall be perpetual.

IN WITNESS THEREOF, I have signed these Articles of Incorporation this 5th day of NOVEMBER, 1985.

TEST:

Norman Sheer

Paul E. Rosseau (SEAL)
PAUL E. ROSSEAU


LAW OFFICES
NORMAN SHEER
ATTORNEY AT LAW
POST OFFICE BOX 498
REISTERSTOWN, MD. 21136

BOOK 176 PAGE 217

STATE OF MARYLAND, BALTIMORE COUNTY, TO WIT:

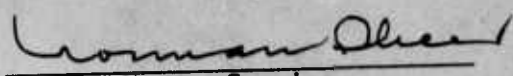
I HEREBY CERTIFY that on this 5th day of November, 1985, before me, the subscriber, a Notary Public of the State of Maryland, in and for the Baltimore County, personally appeared PAUL E. ROSSEAU, and he acknowledged the foregoing Articles of Incorporation to be his act.

AS WITNESS my hand and seal.


Notary Public

My Commission Expires July 1, 1986.

PREPARED BY:


Norman Sheer, Esquire
Attorney at Law
P.O. Box 408
Reisterstown, Maryland 21136
(301)833-3394

LAW OFFICES
NORMAN SHEER
ATTORNEY AT LAW
POST OFFICE BOX 408
REISTERSTOWN, MD. 21136

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BOOK 176 PAGE 218

02 *Am*

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 10:42 MO. 11 DAY 14 YEAR 85

20	ORG. & CAP. FEE
22	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
42	TOTAL CASH <input type="checkbox"/> APPROVED BY CHECK <input checked="" type="checkbox"/> <i>amh</i>

stock

Norman Greer
303 Glyndon Line
Reisterstown, MD 21136

2760 2916

0000 0218

CLERKS NOTATION
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BOOK 176 Page 219
ARTICLES OF INCORPORATION
OF
PAUL E. ROSSEAU CONTRACTORS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 14, 1985 AT 10:42 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED. 7

RECORDED IN LIBER 2760, FOLIO 2909, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID
\$ 20

RECORDING FEE PAID
\$ 22

SPECIAL FEE PAID
\$

D2032688

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.

Richard W. Fink



A 189695

2760 2909

BOOK 176 PAGE 220

ARTICLES OF INCORPORATION
OF

AMBACH CONTRACT INTERIORS, LTD.

(A Maryland Close Corporation
Organized Pursuant to Title Four of the
Corporations and Associations
Article of the Annotated Code of Maryland)

THIS IS TO CERTIFY:

FIRST: That the undersigned, Theodore A. Offit, whose
post office address is 1800 Munsey Building, 7 North Calvert
Street, Baltimore, Maryland 21202, being of full legal age, does
hereby form a corporation under and by virtue of the General Laws of
the State of Maryland authorizing the formation of corporations.

SECOND: The name of the corporation (which is hereinafter
called the "Corporation") is AMBACH CONTRACT INTERIORS, LTD.

THIRD: The Corporation shall be a close corporation as
authorized by Title Four of the Corporations and Associations
Article of the Annotated Code of Maryland.

FOURTH: The purposes for which the Corporation is formed
and the business or objects to be carried on and promoted by it are
as follows:

- (a) To engage in every aspect of
the general practice and business
of design and specification of commercial
and residential building interiors and to
perform all things proper, incidental and
conducive to the accomplishment of the
foregoing purposes.

RECEIVED FOR RECORD
CIRCUIT COURT, A. A. COUNTY

1986 FEB 25 AM 9:10

E. AUBREY COLLISON
CLERK

53198355

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BOOK 176 Page 221

- (b) To purchase, lease and otherwise acquire, hold, mortgage, convey and otherwise dispose of all kinds of property, both real and personal, solely or in partnership, both in this State and in any part of the World.
- (c) To carry on any other business or businesses which may be calculated directly or indirectly to effectuate the aforesaid objects or any of them, and to facilitate the transaction by the Corporation of the aforesaid business or any part thereof, or the transaction of any other business which may be conducted either directly or indirectly to enhance the value of its assets and property. It is the intention that the above clause shall in no way be limited or restricted by reference to or inference from any other clauses of this paragraph or any other clauses or paragraphs of these Articles of Incorporation, but that the objects, purposes and powers specified in this paragraph and in each of the clauses and paragraphs of these Articles shall be independent objects, purposes and powers. And in general to exercise and enjoy all other privileges, rights and powers granted to or conferred upon corporations by the General Laws of the State of Maryland, now or hereafter in force. The enumeration of special powers, as herein specified, not being intended to exclude or to be construed as a waiver or limitation of any such other powers, rights and privileges.

FIFTH: The post office address of the place at which the principal office of the Corporation in this State will be located is 175 Penrod Court, Glen Burnie, Maryland 21061, and the name and the post office address of the resident agent of the corporation is Stanley L. Gordon, 175 Penrod Court, Glen Burnie, Maryland 21061, and the said Stanley L. Gordon is a citizen of the State of Maryland and actually resides therein.

BOOK 176 PAGE 222

SIXTH: The total amount of the authorized capital stock of the Corporation is five thousand (5,000) shares, without nominal or par value.

SEVENTH: The Corporation elects to have no Board of Directors. Until the election to have no Board of Directors becomes effective, Neil Ambach shall serve as the sole director of the Corporation.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation and acknowledged the same to be my act this 15th day of November, 1985.

WITNESS:

Thomas A. Balcer

Theodore A. Offit (SEAL)

-3-

MISC4/78-80

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CLERKS NOTATION
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BOOK 176 PAGE 223

(02)

John

Strike

(52)

NOV 15 P 3 17

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 3:17 MO. DAY YEAR 11-15-85

20	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL
	CASH <input type="checkbox"/> CHECK <input checked="" type="checkbox"/>
	APPROVED BY <i>js</i>

Blum, Yunkas
7 N. Calvert St. #1800
Balt, Md 21002

2760 2872

0000 0223

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 176 Page 224

ARTICLES OF INCORPORATION
OF
AMBACH CONTRACT INTERIORS, LTD.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 15, 1985 AT 03:17 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2760 , FOLIO 2868 , OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID:
\$ 20

RECORDING FEE PAID:
\$ 20

SPECIAL FEE PAID:
\$

D2032613

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.

Richard W. Fink



A 189688

2760 2868

BOOK 176 PAGE 225

ARTICLES OF INCORPORATION
OF
RICHARD A. GESSNER, INC.

A Maryland Corporation

The undersigned, Richard A. Gessner, in order to form a corporation for the purpose hereafter stated under and pursuant to the laws of the state of Maryland, hereby certifies as follows:

1. The incorporator, Richard A. Gessner, is at least twenty-one years of age.
2. The name of the corporation is Richard A. Gessner, Inc.
3. The nature of the business, or objects or purposes to be transacted, promoted, or carried on are:

To carry on commercially with individuals, associations, corporations, trusts, estates, and governmental agencies (local, state, and Federal) in the rendering of the following services: performing, composing, rehearsing, producing, directing, advising, maintaining, consulting and other related theatrical services.

RECEIVED FOR RECORD
REC'D COURT, A.A. COUNTY

1986 FEB 25 AM 9:11

E. AUDREY COLLISON
CLERK

53198331

0000 0225

BOOK 176 PAGE 226

To acquire by lease, purchase, gift, device, contract, concession, or otherwise, and to hold, own, develop, explore, exploit, improve, operate, lease, enjoy, control, manage, or otherwise dispose of, wherever situated, within or without the state of Maryland, any and all real estate, lands, options, concessions, grants, land patents, franchises, rights, privileges, easements, tenements, estates, hereditaments, interests, and properties of every kind, nature and description whatsoever; to manufacture, purchase, or otherwise acquire, hold, own, sell, assign, transfer, lease, exchange, invest in, mortgage, pledge, or otherwise encumber or dispose of and generally deal and trade in and with, both within and without the state of Maryland, and in any part of the world, goods, wares, merchandise and property of every kind, nature and description.

To enter into, make and perform contracts of every kind and description with any person, firm, association or corporation, municipality, body politic, country, territory, state, government or colony or dependency thereof.

To acquire, and to make payment therefor in cash or the stock or bonds of the corporation, or by undertaking or assuming the obligations and liabilities of the transferor, or in any other way, the good will, rights and property, the whole or any part of the assets, tangible or intangible, and to undertake or assume the liabilities of, any person, firm, association or corporation, to hold or in any manner dispose of the whole or any part of the property so purchased; to conduct in any lawful manner the whole or any part of the business so acquired and to exercise all of the powers necessary or convenient for the conduct and management thereof.

BOOK 176 PAGE 227

To underwrite, subscribe for, purchase, invest in, or reinvest, acquire, hold, pledge, hypothecate, exchange, sell, deal in and dispose of, alone or in syndicates or otherwise in conjunction with others, stocks, bonds, debentures, mortgages and other evidences of indebtedness and obligations of any corporation, association, partnership, syndicate, entity, person or governmental, municipal or public authority, domestic or foreign, and evidences of any interest, in respect of any such stocks, bonds and other evidences of indebtedness and obligations; to issue in exchange therefor its own stocks, bonds or other obligations, and, while the owner or holder of any such, to exercise all the rights, powers and privileges of ownership in respect thereof, and, to the extent now or hereafter permitted by law, to aid by loan, subsidy, guaranty or otherwise those issuing, creating or responsible for any such stocks, bonds, or other evidences of indebtedness or obligations or evidences of any interest in respect thereof.

To borrow or raise money for any of the purposes of the corporation, without limit as to amount, and in connection therewith, to grant collateral or other security either alone or jointly with any other person, firm or corporation, and to make, execute, draw, accept, endorse, discount, pledge, issue, sell, or otherwise dispose of promissory notes, drafts, bills of exchange, warrants, bonds, debentures and other evidences of indebtedness, negotiable or non-negotiable, transferable or non-transferable, and to confer upon the holders of any of its obligations such powers, rights and privileges as from time to time may be deemed advisable by the Board of Directors, to the extent permitted under the General Corporation Law of the State of Maryland; to lend and advance money, extend credit, take notes, open accounts and every kind and nature of evidence of indebtedness and collateral security in connection therewith.

BOOK 176 PAGE 228

To purchase or otherwise acquire, hold, sell, pledge, transfer or otherwise dispose of shares of its own capital stock, provided that the funds or property of the corporation shall not be used for the purchase of its own shares of capital stock when such use would cause any impairment of the capital of the corporation, and provided further, that shares of its own capital stock belonging to the corporation shall not be voted upon directly or indirectly.

To have one or more offices, conduct and carry on its business and operations and promote its objects within and without the state of Maryland, in other states, the District of Columbia, the territories, colonies and dependencies of the United States, and in foreign countries, without restriction as to place or amount, but subject to the laws of such state, district, territory, colony, dependency or country.

IN GENERAL, to do any or all of the things herein set forth to the same extent as natural persons might or could do and in any part of the world, as principals, agents, contractors, trustees, or otherwise, within or without the state of Maryland, either alone or in company with others, and to carry on any other business in connection therewith, whether manufacturing or otherwise, and to do all things not forbidden and with all the powers conferred upon corporations by the laws of the state of Maryland.

It is the intention that each of the objects, purposes and powers specified in each of the paragraphs aforementioned in these Articles of Incorporation shall, except where otherwise specified, be nowise limited or restricted by reference to or inference from the terms of any other paragraph or of any other Article in this Certificate of Incorporation, but that objects, purposes and powers specified in this Article and in each of the Articles or paragraphs of this Certificate shall be regarded as independent

BOOK 176 PAGE 229

objects, purposes and powers, and enumeration of specified purposes and powers shall not be construed to restrict in any manner the general terms and powers of this corporation, nor shall the expression of one thing be deemed to exclude another, although it be of like nature. The enumeration of objects or purposes herein shall not be deemed to exclude or in any way limit by inference any powers, objects, or purposes which this corporation is empowered to exercise, whether expressly by force of the laws of the state of Maryland, now or hereafter in effect, or impliedly by any reasonable construction of said law.

4. The post office address of the principal office of the corporation in the state of Maryland is ¹⁷⁵⁰1715 Birdbrook Trail, Annapolis, MD, 21401.

The name and post office of the resident agent of this corporation in the state of Maryland is Richard A. Gessner, ¹⁷⁵⁰1715 Birdbrook Trail, Anne Arundel, Annapolis, MD, 21401.

Said resident agent is a citizen of this state and resides therein.

5. The total number of shares of stock of all classes which the corporation has authority to issue is five thousand (5,000) shares of common stock with no par value.
6. The total number of Directors of the corporation is two.
The names of the persons who shall act as Directors of the corporation until the first annual meeting are Richard A. Gessner and Henry Beaton.
7. The existence of the corporation is to be perpetual.
8. IN FURTHERANCE AND NOT IN LIMITATION of the general powers conferred by the laws of the state of Maryland, the Board of Directors is expressly authorized:

BOOK 176 PAGE 230

To make, alter, or repeal the by-laws of the corporation;
to fix the amount to be preserved as or for working capital
or for any other proper purpose; to fund such reserve or
reserves, fund or funds; to authorize and cause to be
executed mortgages and liens upon the real and personal
property of this corporation.

9. From time to time to determine pursuant to the provisions of
the by-laws, whether and to what extent, and what times and
places, and under what conditions and regulations, the accounts
and the books of the corporation (other than the stock ledger)
or any of them, shall be open to inspection of stockholders and
no stockholder shall have any right of inspecting any account,
book, or document of the corporation except as conferred by
statute, unless duly authorized to do so by a resolution of a
majority of the stockholders or of the directors.
10. A majority of the directors by suitable by-law or by
resolution by a majority of the whole membership of the
board, may designate two or more of their number to constitute
a committee or committees; and may have the power to authorize
the seal of the corporation to be affixed to all papers which
may require it, subject to the provisions of the statutes of
Maryland, to exercise any and all powers, in addition to the
powers expressly conferred by law and by this Certificate of
Incorporation, which may be conferred upon it by the corporation
through appropriate by-law provisions.

BOOK 176 Page 231

IN WITNESS WHEREOF, Richard A. Gessner, being incorporator herein-above
named, has hereunto set his respective hand and seal this 12TH
day of November, 1985.

Richard A. Gessner
Richard A. Gessner

Bridget E. Lawler
Notary Public

My Commission Expires July 1, 1986

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BOOK 176 PAGE 232

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Stock

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 2:20 MO. DAY YEAR 11-15-85

20	ORG. & CAP. FEE
24	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
44	TOTAL CASH <input type="checkbox"/> APPROVED BY
	CHECK <input checked="" type="checkbox"/> JPS

Berges + Company, P.A.
7500 Greenway Center Dr. #1045
Greenbelt, Md 20770

NOV 15 1985

2760 2838

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CLERKS NOTATION
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BOOK 176 PAGE 233

ARTICLES OF INCORPORATION
OF
RICHARD A. GESSNER, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 15, 1985 AT 02:20 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED. 8

RECORDED IN LIBER 2760 , FOLIO 2830 , OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID:
\$ 20

RECORDING FEE PAID
\$ 24

SPECIAL FEE PAID:
\$

D2032563

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.

[Signature]



A 189683

2760 2830

BOOK 176 PAGE 234

HAMBSCH ASSOCIATES, INCORPORATED

ARTICLES OF INCORPORATION

OK The undersigned, Brian W. Shaughnessy, whose post office address is Suite 710, 1819 H Street, N.W., Washington, D.C. 20006, being over the age of twenty-one, hereby executes these Articles of Incorporation for the purpose of forming a corporation under the General Laws of the State of Maryland.

1. The name of the corporation is Hambsch Associates, Inc.

2. The period of its duration is perpetual.

3. The corporation is formed for the following purposes:

(a) To provide security, investigation and protection services for individuals and businesses.

(b) To engage in research and development, purchase, sale, import, export, license, distribution, design, manufacture, or rental of any product, machine, apparatus, appliance, merchandise, and property of every kind and description, ideas, systems, procedures, and services of any nature, including, without limiting the generality of the foregoing, all types of products which would advance the security, investigation and protection services for individuals and businesses.

(c) To manufacture, purchase or otherwise acquire, invest in, own, mortgage, pledge, sell, assign and transfer or otherwise dispose of, trade, deal in and deal with goods, wares, services and merchandise and personal property of every class and description.

1986 FEB 25 AM 9:11

JE AUBREY COLLISON
CLERK

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BOOK 176 PAGE 235
-2-

(d) To acquire and pay for in cash, stock or bonds of this corporation or otherwise, the good will, rights, assets and property and to undertake or assume the whole or any part of the obligations or liabilities of any person, firm, association or corporation.

(e) To acquire, hold, use, sell, assign, lease, grant licenses in respect of, mortgage or otherwise dispose of letters patent of the United States or any foreign country, patent rights, licenses and privileges, inventions, improvements and processes, copyrights, trade-marks and trade names, relating to or useful in connection with any business of this corporation.

(f) To acquire by purchase, subscription or otherwise and to receive, hold, own, guarantee, sell, assign, exchange, transfer, mortgage, pledge or otherwise dispose of or deal in and with any of the shares of the capital stock, or any voting trust certificates in respect of the shares of capital stock, scrip, warrants, rights, bonds, debentures, notes, trust receipts, and other securities, obligations, choses in action and evidences of indebtedness or interest issued or created by any corporations, joint stock companies, syndicates, associations, firms, trusts or persons, public or private, or by the government of the United States of America, or by any foreign government, or by any state, territory, province, municipality or other political subdivision or by any governmental agency, and as owner thereof to possess and

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BOOK 176 ~~PAGE~~ 236

exercise all the rights, powers and privileges of ownership, including the right to execute consents and vote thereon, and to do any and all acts and things necessary or advisable for the preservation, protection, improvement and enhancement in value thereof.

(g) To enter into, make and perform contracts of every kind and description with any person, firm, association, corporation, municipality, county, state, body politic or government.

(h) To borrow or raise moneys for any purposes of the corporation and, from time to time without limit as to amount, to draw, make, accept, endorse, execute and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures and other negotiable or non-negotiable instruments and evidences of indebtedness, and to secure the payment of any thereof and of the interest thereon by mortgage upon or pledge, conveyance or assignment in trust of the whole or any part of the property of the corporation, whether at the time owned or thereafter acquired, and to sell, pledge, or otherwise dispose of such bonds or other obligations of the corporation for its corporate purposes.

(i) To loan to any person, firm or corporation any of its surplus funds, either with or without security.

(j) To purchase, hold, sell and transfer the shares of its own capital stock; provided it shall not use its funds or property for the purchase of its own shares of capital stock when such use would cause any impairment of its capital except

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BOOK 176 PAGE 237

-4-

as otherwise permitted by law, and provided further that shares of its own capital stock belonging to it shall not be voted upon directly or indirectly.

(k) To have one or more offices to carry on all or any of its operations and business.

(l) To purchase or otherwise acquire, hold, own, mortgage, sell, convey or otherwise dispose of real and personal property of every class and description.

(m) In general, to engage in any and all lawful business for which corporations may be incorporated under the General Corporation Law of the State of Maryland and to have and exercise all the powers conferred upon corporations by the laws of Maryland and to do any or all of the things herein before set forth to the same extent as natural persons might or could do.

(n) The provisions of this Article shall be construed both as purposes and powers and each as an independent purpose and power. The enumeration of specific purposes and powers shall not be held to limit or restrict in any manner the purposes and powers of the corporation, and the purposes and powers therein specified shall be in no wise limited or restricted by reference to, or inference from, the terms of any provision of this or any other Article hereof.

4. The address of the principal office of the corporation in Maryland will be 6 Dumbarton Court, Annapolis, Maryland 21403.

5. The name and address of the resident agent of the corporation in Maryland will be Anthony R. Hambsch, III, 6

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BOOK 176 PAGE 238
-5-

Dumbarton Court, Annapolis, Maryland 21403.

6. The corporation is authorized to issue 1,000 shares of stock, without par value, all of which shall be single class denoted common stock.

7. At all times each holder of common stock of the corporation shall be entitled to one vote for each share of such stock standing in his name on the books of the corporation. At all elections of directors of the corporation, each holder of common stock shall be entitled to as many votes as shall equal the number of votes which (except for this provision) he would then be entitled to cast for the election of directors with respect to his shares multiplied by the number of directors upon whose election he is then entitled to vote, and he may cast all of such votes for a single candidate or may distribute them among some or all of the candidates, as he may see fit.

8. The number of directors of the corporation shall be one, which number may be changed pursuant to the by-laws of the corporation but in no case may the number be reduced below one, and the name and address of the director who shall act until the first meeting or until her successor is duly chosen and qualified is:

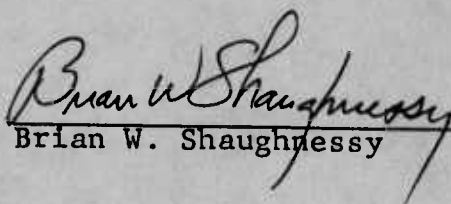
Anthony R. Hambsch, III
6 Dumbarton Court
Annapolis, Maryland 21403

2761 1523

0000 0238

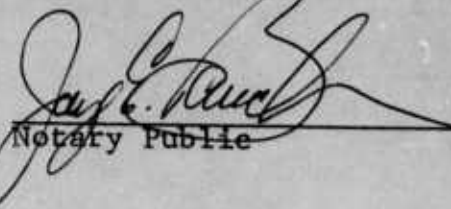
BOOK 176 Page 239
-6-

IN WITNESS WHEREOF, I have signed these Articles of
Incorporation on this 16th day of October 1985, and
acknowledge the same to be my act.


Brian W. Shaughnessy

DISTRICT)
OF) SS:
COLUMBIA)

On this 16th day of October, 1985, personally
appeared before me, Brian W. Shaughnessy, being personally
known to me, who acknowledged the above instrument to be his
free and voluntary act and deed.


Notary Public

My commission expires:

August 31, 1989.

2761 1524

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888 051 000

BOOK 176 PAGE 240

02 7889

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME MO. DAY YEAR
11:29 11 15 85

20	ORG. & CAP. FEE
22	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
42	TOTAL CASH <input type="checkbox"/> CHECK <input checked="" type="checkbox"/>
	APPROVED BY <i>PK</i>

(52)

Stude

Shaughnessy, Bonowski & Lagne

1819 H St N.W.

Auto 710

Wash. D.C. 20006

2761 1525

0000 0240

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 176 PAGE 241

ARTICLES OF INCORPORATION
OF
HAMBSCH ASSOCIATES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 15, 1985 AT 11:29 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2761, FOLIO 1518, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID
\$ 20

RECORDING FEE PAID
\$ 22

SPECIAL FEE PAID
\$

D2032308

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.



A 189659

2761 1518

Res

BOOK 176 PAGE 242

THE PRINT DOCTOR, INC.

A Maryland Close Corporation,
Organized Pursuant to Title 4 of the
Corporations and Associations Article of the
Annotated Code of Maryland

ARTICLES OF INCORPORATION

FIRST: I, Alan L. Fishbein, whose post office address is
8156 Main Street, Post Office Box One, Ellicott City, Maryland,
21043, being at least eighteen (18) years of age, hereby form a
corporation under and by virtue of the General Laws of the State
of Maryland.

SECOND: The name of the corporation (which is hereafter
called the "Corporation") is THE PRINT DOCTOR, INC.

THIRD: The Corporation shall be a close corporation as
authorized by Title 4 of the Corporations and Associations
Article of the Annotated Code of Maryland.

FOURTH: The purposes for which the Corporation is formed
are:

(1) To engage in the service and repair of printing
equipment and to engage in consulting and custom engineering
services relating to same.

(2) To do anything permitted by Section 2-103 of the
Corporations and Associations Article of the Annotated Code of
Maryland, as amended from time to time.

FIFTH: The post office address of the principal office of

LAW OFFICES
FISHBEIN & FISHBEIN
P.A.
8156 MAIN STREET
P. O. BOX ONE
ELLCOTT CITY, MO. 21043
(301) 481-3500
(BALTIMORE)
(301) 596-3849
(WASHINGTON, D. C.)

RECEIVED FOR RECORD
JUDICIAL COURT, A.A. COUNTY

1986 FEB 25 AM 9:11

1

E. AUBREY COLLISON
CLERK

53198059

2761 1499

0000 0242

BOOK 176 PAGE 243

the Corporation in this State is 200 Ertter Drive, #103, Laurel, Maryland, 20707. The name and post office address of the Resident Agent of the Corporation in this State is Alan L. Fishbein, Fishbein & Fishbein, P. A., 8156 Main Street, Post Office Box 1, Ellicott City, Maryland, 21043.

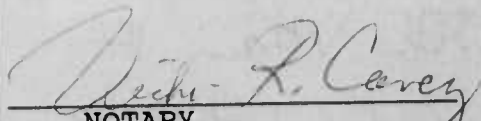
SIXTH: The total number of shares of capital stock which the Corporation has authority to issue is One Hundred (100) shares of common stock, without par value.

SEVENTH: The Corporation shall operate without a Board of Directors. The name of the Director, who shall act until the first annual meeting of the stockholders is Jeffrey Manuel.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 13th day of November, 1985, and I acknowledge the same to be my act.


Alan L. Fishbein

Subscribed and sworn to before this 13th day of November, 1985.


NOTARY

My commission expires July 1, 1986.

LAW OFFICES
FISHBEIN & FISHBEIN
P.A.
8156 MAIN STREET
P. O. BOX ONE
ELLCOTT CITY, MD. 21043
(301) 481-3500
(BALTIMORE)
(301) 626-3849
(WASHINGTON, D. C.)

BOOK 176 PAGE 244

(02) *Paul*

(52)

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 10:36 MO. DAY YEAR 11-15-85

20	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL CASH <input type="checkbox"/> APPROVED BY
	CHECK <input checked="" type="checkbox"/> <i>js</i>

Stock

Alan Fishbein
PO Box 1, 8156 Main St
Ellicott City Md 21043

2761 1501

0000 0244

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 176 PAGE 245
ARTICLES OF INCORPORATION
OF
THE PRINT DOCTOR, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 15, 1985 AT 10:36 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED. 3

RECORDED IN LIBER 2761, FOLIO 1498, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID:
\$ 20

RECORDING FEE PAID
\$ 20

SPECIAL FEE PAID:
\$

D2032266

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.

David W. Fritsch



A 189655

2761 1498

BOOK 176 PAGE 246

ARTICLES OF INCORPORATION
OF
SIE ASSOCIATES, INC.

1985 NOV -6 A 10 33

A Maryland Close Corporation Organized
Pursuant to Title Four of the Corporations
and Associations Article of the
Annotated Code of Maryland

FIRST: That I, the subscriber, Michael R. Roblyer, whose
post office address is 7 Willow Street, Annapolis, Maryland
21401, being at least eighteen years of age, do hereby form a
Corporation under and by virtue of the general laws of the State
of Maryland and the Corporations and Associations Article of the
Annotated Code of Maryland.

SECOND: The name of the Corporation (which is hereinafter
called the "Corporation") is:

SIE ASSOCIATES, INC.

THIRD: The Corporation shall be a close corporation, as
authorized by Title Four of the Corporation and Association
Article of the Annotated Code of Maryland, as amended

FOURTH: The purposes for which the Corporation is formed
are as follows:

(1) To engage in offering consulting engineering services
and investigative engineering services to any person, part-
nership, or corporation interested in those services.

(2) To enter into partnerships, joint ventures, syn-
dicates, and other business associations formed for any lawful
purposes; and

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 FEB 25 AM 9:11

E. AUBREY COLLISON
CLERK

53188170

2761 0638

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BOOK 176 PAGE 247

(3) To purchase, lease and otherwise acquire, hold, own, mortgage, pledge and encumber and dispose of all kinds of property, real, personal, tangible and intangible, and mixed, both in this State and any part of the world; and

(4) To purchase, lease or otherwise acquire, all or any part of the property, rights, businesses, contracts, goodwill, franchises and assets of every kind of any corporation, co-partnership or individual (including the estate of a decedent), carry or having carried on in whole or in part any of the aforesaid businesses or any other business that the Corporation may be authorized to carry on; and

(5) To do any acts permitted to Corporations by the general laws of the State of Maryland and Corporation and Association Article of the Annotated Code of the State of Maryland, as amended from time to time.

The foregoing enumeration of purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, object or business to in any manner restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the Articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to Corporations which are contained in the general laws of this State.

BOOK 176 PAGE 248

✓ FIFTH: The post office address of the principal office of this Corporation in this State is 927 West Street, Suite 201, Annapolis, Maryland 21401. The name and post office address of the resident agent of this Corporation in this State is Michael R. Roblyer, 7 Willow Street, Annapolis, Maryland 21401. Said Resident Agent is an individual actually residing in this State.

SIXTH: The total number of shares of capital stock which the Corporation is authorized to issue in One Thousand (1,000) Shares of Common Stock, with no par value.

SEVENTH: The Corporation elects to have no Board of Directors. Until the election to have no Board of Directors becomes effective, there should be one director, whose name is Edward O. Seaquist.

EIGHTH: The existence of the Corporation should be perpetual.

NINTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the power of the Corporation, and of the management thereof, including the duties of the Stockholders who shall actively manage all aspects of the Corporate operation:

(a) The management of the business affairs of the Corporation shall be conducted by the Stockholders who shall conduct the daily affairs of the Corporation in the same manner and to the same extent as is provided for management by a Board of Directors under the General Corporation Laws of the State of Maryland, and the Corporation and Association Article of the Annotated Code of Maryland.

BOOK 176 PAGE 249

(b) A Stockholders' Agreement shall be executed among the Stockholders and this shall control the restrictions on the transfer of stock of the Corporation, which Stockholders' Agreement shall not be amended except by unanimous written consent of all the Stockholders who are parties to the Agreement. If the Stockholders' Agreement is voided or never executed by all Stockholders so as not to be in full force and legal effect for whatever reason, then the restriction on the transfer of stock shall be that as is imposed by Section 4-503 of the Corporation and Association Article of the Maryland Code.

(c) No shares of stock of this Corporation may be issued or sold at any time that there are shares of stock already outstanding, except upon the affirmative vote of the holders of all outstanding stock of the Corporation.

(d) This Corporation shall not have outstanding (i) any securities (including stock) which are convertible into its stock, (ii) any voting securities other than stock and (iii) any options, warrants or other rights to subscribe for or purchase any of its stock which are other than nontransferable.

IN WITNESS WHEREOF, the subscriber sets his hand and seal on this 5th day of November, 1985, and acknowledged the same to be his act and deed.

WITNESS:

Claudia Jackson

Michael R. Roblyer (SEAL)
MICHAEL R. ROBLYER

- 4 -

2761 0641

0000-0249

CLERKS NOT
BEST CO
AVAILAB

BOOK 176 PAGE 250

(62) JPR

(52)

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
TIME 3:00 MO. DAY YEAR 11-14-85

Stork

20	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL CASH <input checked="" type="checkbox"/> APPROVED BY <i>JPR</i>

Michael Robleyer

7 Willow St.

Annapolis, Md 21401

2761 0642

0000 6250

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 176 251

ARTICLES OF INCORPORATION
OF
SIE ASSOCIATES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 14, 1985 AT 03:00 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2761, FOLIO 637, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID:
\$ 20

RECORDING FEE PAID:
\$ 20

SPECIAL FEE PAID:
\$

D2031854

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.



A 189614

2761 0637

BOOK 176 PAGE 252

BOYER UTILITIES, INC.

A Maryland Close Corporation, Organized Pursuant to
Title Four of the Corporations and Associations
Article of the Annotated Code of Maryland

ARTICLES OF INCORPORATION

FIRST: I, CHARLES W. BOYER, whose post office address is
1304 Ashburton Court, Millersville, Maryland 21108, being at
least eighteen (18) years of age, hereby form a corporation under
and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the Corporation is:

BOYER UTILITIES, INC.

THIRD: The Corporation shall be a close corporation as
authorized by Title Four of the Corporations and Associations
Article of the Annotated Code of Maryland, as amended.

FOURTH: The purposes for which the Corporation is formed
are:

(1) To engage in the business of general construction
of water and sewer lines, pipes, connections and all facilities
related thereto; to assess and collect annual charges from
property owners to cover the cost thereof; and to buy, lease,
rent and acquire; to hold, own, use, manage; to sell, lease,
rent, mortgage and dispose of; and generally to deal in and with
real and personal property in any manner; not inconsistent with
law, situated in the State of Maryland or elsewhere.

(2) To do anything permitted by Section 2-103 of the
Corporations and Associations Article of the Annotated Code of
Maryland, as amended from time to time.

FIFTH: The Post office address of the principal office
of the Corporation in this State is 1304 Ashburton Court,
Millersville, Maryland 21108. The name and post office address
of the Resident Agent of the Corporation in this State is
Charles W. Boyer, 1304 Ashburton Court, Millersville, Maryland
21108. Said Resident Agent is an individual actually residing in
this State.

SIXTH: The total number of shares of capital stock which
the Corporation has authority to issue is one hundred (100)
shares of common stock, without par value.

2761 0596

BOOK 176 PAGE 253

SEVENTH: The number of directors of the Corporation shall be one (1), which number may be increased pursuant to the By-Laws of the Corporation. The names of the director, who shall act until the first annual meeting or until his successors are duly chosen and qualified are: Charles W. Boyer.

EIGHTH: (1) As used in this Article EIGHTH, any word or words that are defined in Section 2-418 of the Corporations and Associations Article of the Annotated Code of Maryland (the "Indemnification Section"), as amended from time to time, shall have the same meaning as provided in the Indemnification Section.

(2) The Corporation shall indemnify a present or former director or officer of the Corporation in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section.

(3) With respect to any corporate representative other than a present or former director or officer, the Corporation may indemnify such corporate representative in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section; provided, however, that to the extent a corporate representative other than a present or former director or officer successfully defends on the merits or otherwise any proceeding referred to in subsections (b) or (c) of the Indemnification Section or any claim, issue or matter raised in such proceeding, the Corporation shall not indemnify such corporate representative other than a present or former director or officer under the Indemnification Section unless and until it shall have been determined and authorized in the specific case by (i) an affirmative vote at a duly constituted meeting of a majority of the Board of Directors who were not parties to the proceedings; or (ii) an affirmative vote, at a duly constituted meeting of a majority of all the votes cast by stockholders who were not parties to the proceedings, that indemnification of such corporate representative other than a present or former director or officer is proper in the circumstances.

NINTH: That the duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 7th day of November, 1985.

WITNESS:

James B. Phillips

Charles W. Boyer
CHARLES W. BOYER

2761 0597

BOOK 176 PAGE 254

STATE OF MARYLAND, ANNE ARUNDEL COUNTY, to wit:

I HEREBY CERTIFY, That on this 7th day of November, 1985, before me, the subscriber, a Notary Public of the State of Maryland, personally appeared CHARLES W. BOYER, and acknowledged the foregoing Articles of Incorporation to be his act.

Deana B. Phillips
Notary Public

My Commission Expires:
July 1, 1986



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BOOK 176 PAGE 255

02

1 of 3

2B

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME	11:15	MO.	DAY	YEAR
			14	85
30	ORG. & CAP. FEE			
30	RECORDING FEE			
	LIMITED PARTNERSHIP FEE			
	OTHER			
40	TOTAL	CASH <input type="checkbox"/>	APPROVED BY	
	CHECK <input checked="" type="checkbox"/>		A	

(52)

att

William Hackney
Empire Towers #210
7310 Ritchie Hwy
Glen Burnie, Md 21061

2761 0599

0000 0255

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 176 PAGE 256

ARTICLES OF INCORPORATION
OF
BOYER UTILITIES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 14, 1985 AT 11:15 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2761, FOLIO 595, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID
\$ 20

RECORDING FEE PAID:
\$ 20

SPECIAL FEE PAID:
\$

D2031789

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.



A 189607

2761 0595

BOOK 176 PAGE 257

OLDE MILL BAND BOOSTER ASSOCIATION, INC.

ARTICLES OF INCORPORATION

FIRST: I, William Selway, whose post office address is 1016 Fairway Avenue, Glen Burnie, Maryland, 21061, being at least eighteen (18) years of age, am hereby forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the Corporation (which is hereafter called the "Corporation") is OLDE MILL BAND BOOSTER ASSOCIATION, INC.

THIRD: The purposes for which the Corporation is formed are:

(a) The Corporation is organized exclusively for educational and charitable purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), and, more specifically, to receive and administer funds for such charitable and educational purposes, all for the public welfare, and for no other purposes, and to that end to take and hold, by bequest, devise, gift, purchase, or lease, either absolutely or in trust for such objects and purposes or any of them, any property, real, personal or mixed, without limitation as to amount of value, except such limitations, if any, as may be imposed by law; to sell, convey, and dispose of any such property and to invest and reinvest the principal thereof, and to deal with and expend the income therefrom for any of the before-mentioned purposes, without limitation except such limitations, if any, as may be contained in the instrument under which such property is received; to receive any property, real, personal or mixed, in trust, under the terms of any will, deed of trust, or other trust instrument for the foregoing purposes or any of them, and in administering the same to carry out the directions, and exercise the powers contained in the trust instrument under which the property is received, including the expenditure of the principal as well as the income, for one or more of such purposes, if authorized or directed in the trust instrument under which it is received, but no gift, bequest or devise of any such property shall be received and accepted if it be conditioned or limited in such manner as shall require the disposition of the income or its principal to any person or organization other than a "charitable organization" or for other than "charitable purposes" within the meaning of such terms as defined in Article NINTH of these Articles of Incorporation, or as shall in the opinion of the Board of Directors, jeopardize the federal income tax exemption of the Corporation pursuant to Section 501(c)(3) of the Internal Revenue Code of 1954, as now in force or afterwards amended; to receive,

2761 0589

BOOK 176 PAGE 258

take title to, hold, and use the proceeds and income of stocks, bonds, obligations, or other securities of any corporation or corporations, domestic or foreign, but only for the foregoing purposes, or some of them; and, in general, to exercise any, all and every power for which a non-profit corporation organized under the applicable provisions of the Annotated Code of Maryland for scientific, educational, and charitable purposes, all for the public welfare, can be authorized to exercise, but only to the extent the exercise of such powers are in furtherance of exempt purpose.

(b) No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its members, directors, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article THIRD hereto. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting, to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provisions of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation except from Federal Income Tax under Section 501 (c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Law).

(c) Included among the educational and charitable purposes for which the Corporation is organized, as qualified and limited by sub-paragraphs (a) and (b) of this Article THIRD are following:

To Raise funds for the purchase of music, musical instruments, uniforms and other equipment related thereto for the benefit of Olde Mill High School Band. To raise funds for the transportation of the Olde Mill High School Band to and from its performances.

FOURTH: The post office address of the principal office of the Corporation in this State is 600 Olde Mill Road, Millersville, Maryland, 21108. The name and post office address of the Resident Agent of the Corporation in this State is William Selway, 1016 Fairway Avenue, Glen Burnie, Maryland, 21061. Said Resident Agent is an individual actually residing in this State.

FIFTH: The Corporation is not organized for profit; it shall have no capital stock and shall not be authorized to issue

2761 0590

BOOK 176 PAGE 259

capital stock. The number of qualifications for; and other matters relating to its members shall be as set forth in the By-Laws of the Corporation.

SIXTH: The number of Directors of the Corporation shall be Six (6) which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than three (3). The names of the Directors, who shall act until the first annual meeting or until their successors are duly chosen and qualified, are: William Selway, William Kohl, Leona Davis, Shirley Clark, Marge Haab and Marilyn Belz.

SEVENTH: Upon the dissolution of the Corporation's affairs, or upon the abandonment of the Corporation's activities due to its impracticable or inexpedient nature, the assets of the Corporation then remaining in the hands of the Corporation shall be distributed, transferred, conveyed, delivered and paid over to any other charitable organization (as hereinafter defined) of this or any other State, having a similar or analogous character or purpose, in some way associated with or connected with the corporation to which the property previously belonged.

EIGHTH: The Corporation may, by its By-Laws, make any other provisions or requirements for the arrangement or conduct of the business of the Corporation, provided the same be not inconsistent with these Articles of Incorporation nor contrary to the laws or the State of Maryland or of the United States.

NINTH: In these Articles of Incorporation,

(a) References to "charitable organizations" or "charitable organization" mean corporations, trusts, funds, foundations, or community chests created or organized in the United States or in any of its possessions, whether under the laws of the United States, any state or territory, the District of Columbia, or any possession of the United States, organized and operated exclusively for charitable purposes, no part of the net earnings of which inures or is payable to or for the benefit of any private shareholder or individual, and no substantial part of the activities of which is carrying on propaganda or otherwise attempting, to influence legislation and which do not participate in or intervene in (including the publishing or distributing of statements), any political campaign on behalf of any candidates for public office. It is intended that the organization described in this Article NINTH shall be entitled to exemption from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1954, as now in force or afterwards amended.

(b) The term "charitable purposes" shall be limited to and shall include only religious, charitable, scientific testing for public safety, literary, or educational purposes within the meaning of the terms used in Section 501(c)(3) of Internal Revenue Code of 1954 but only such purposes as also constitute

2761 0591

BOOK 176 PAGE 260

public charitable purposes under the laws of the United States, any state or territory, the District of Columbia, or any possession of the United States, including, but not limited to, the granting of scholarships to young men and women to enable them to attend educational institutions.

TENTH: (1) As used in this Article TENTH, any word or words that are defined in Section 2-418 of the Corporations and Associations Article of the Annotated Code of Maryland (the "Indemnification Section"), as amended from time to time, shall have the same meaning as provided in the Indemnification Section.

(2) The Corporation shall indemnify a present or former director or officer of the Corporation in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section.

(3) With respect to any corporate representative other than a present or former director or officer, the Corporation may indemnify such corporate representative in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section; provided, however, that to the extent a corporate representative other than a present or former director or officer successfully defends on the merits or otherwise any proceeding referred to in subsection (b) or (c) of the Indemnification Section or any claim, issue or matter raised in such proceeding, the Corporation shall not indemnify such

corporate representative other than a present or former director or officer under the Indemnification Section unless and until it shall have been determined and authorized in the specific case by (i) an affirmative vote at a duly constituted meeting of a majority of the Board of Directors who were not parties to the proceeding; or, (ii) an affirmative vote, at a duly constituted meeting of a majority of all the votes cast by stockholders who were not parties to the proceeding, that indemnification of such corporate representative other than a present or former director or officer is proper in the circumstances.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 13 day of November, 1985, and I acknowledge same to be my act.

WITNESS:

Deane B. Phillips

William Selway
WILLIAM SELWAY

2761 0592

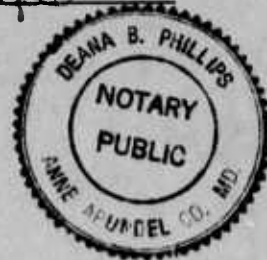
0000 0260

BOOK 176 PAGE 261

STATE OF MARYLAND, ANNE ARUNDEL COUNTY, to wit:

I HEREBY CERTIFY, That on this 13 day of November, 1985,
before me, the subscriber, a Notary Public of the State of
Maryland, personally appeared William Selway, and acknowledged
the foregoing Articles of Incorporation to be his act.

Deana B. Phillips
NOTARY PUBLIC



My Commission Expires:

July 1, 1986

2761 0593

BOOK 176 PAGE 262

02

10

1 of 3

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME	11:15	MO.	DAY	YEAR
	11	14	85	
20	ORG. & CAP. FEE			
20	RECORDING FEE			
	LIMITED PARTNERSHIP FEE			
	OTHER			
40	TOTAL			
	CASH	<input type="checkbox"/>	APPROVED BY	
	CHECK	<input checked="" type="checkbox"/>	A	

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non

att-04

William Hackney
7310 Rutledge Hwy #210
Shirburnie, Md 21061

2761 0594

0000 0262

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 176 PAGE 263

ARTICLES OF INCORPORATION
OF
OLDE MILL BAND BOOSTER ASSOCIATION, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 14, 1985 AT 11:15 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2721, FOLIO 388, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID
\$ 20

RECORDING FEE PAID
\$ 20

SPECIAL FEE PAID
\$

D2031771

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.

Richard W. Fink



A 189606

BOOK 176 PAGE 264

CHESAPEAKE HOMECRAFTERS, INC.

A Maryland Close Corporation, Organized Pursuant to
Title Four of the Corporations and Associations
Article of the Annotated Code of Maryland

ARTICLES OF INCORPORATION

FIRST: I, MICHAEL GREEN, whose post office address is
802 Dale Road, Glen Burnie, Maryland 21061, being at least
eighteen (18) years of age, hereby form a corporation under and
by virtue of the General Laws of the State of Maryland.

SECOND: The name of the Corporation is:

CHESAPEAKE HOMECRAFTERS, INC.

THIRD: The Corporation shall be a close corporation as
authorized by Title Four of the Corporations and Associations
Article of the Annotated Code of Maryland, as amended.

FOURTH: The purposes for which the Corporation is formed
are:

(1) To engage in the business of general construction
of homes and other buildings and the renovation of existing
structures; and to buy, lease, rent and acquire; to hold, own,
use, manage; to sell, lease, rent, mortgage and dispose of; and
generally to deal in and with real and personal property in any
manner; not inconsistent with law, situated in the State of
Maryland or elsewhere.

(2) To do anything permitted by Section 2-103 of the
Corporations and Associations Article of the Annotated Code of
Maryland, as amended from time to time.

FIFTH: The Post office address of the principal office
of the Corporation in this State is ~~118 Dale Rd~~ Box 515, Glen Burnie,
Maryland 21061. The name and post office address of the Resident
Agent of the Corporation in this State is Michael Green, 802
Dale Road, Glen Burnie, Maryland 21061. Said Resident Agent is
an individual actually residing in this State.

SIXTH: The total number of shares of capital stock which
the Corporation has authority to issue is one hundred (100)
shares of common stock, without par value.

53188339

1986 FEB 25 AM 9:11

E. AUBREY COLLISON 2751 0584
CLERK

BOOK 176 PAGE 265

SEVENTH: The number of directors of the Corporation shall be one (1), which number may be increased pursuant to the By-laws of the Corporation. The names of the director, who shall act until the first annual meeting or until his successors are duly chosen and qualified are: Michael Green.

EIGHTH: (1) As used in this Article EIGHTH, any word or words that are defined in Section 2-418 of the Corporations and Associations Article of the Annotated Code of Maryland (the "Indemnification Section"), as amended from time to time, shall have the same meaning as provided in the Indemnification Section.

(2) The Corporation shall indemnify a present or former director or officer of the Corporation in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section.

(3) With respect to any corporate representative other than a present or former director or officer, the Corporation may indemnify such corporate representative in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section; provided, however, that to the extent a corporate representative other than a present or former director or officer successfully defends on the merits or otherwise any proceeding referred to in subsections (b) or (c) of the Indemnification Section or any claim, issue or matter raised in such proceeding, the Corporation shall not indemnify such corporate representative other than a present or former director or officer under the Indemnification Section unless and until it shall have been determined and authorized in the specific case by (i) an affirmative vote at a duly constituted meeting of a majority of the Board of Directors who were not parties to the proceedings; or (ii) an affirmative vote, at a duly constituted meeting of a majority of all the votes cast by stockholders who were not parties to the proceeding, that indemnification of such corporate representative other than a present or former director or officer is proper in the circumstances.

NINTH: That the duration of the Corporation shall be perpetual.

2761 0585

0000 0265

BOOK 176 Page 266

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 6th day of November, 1985.

WITNESS:

Deana B. Phillips

Michael R. Green
MICHAEL GREEN

STATE OF MARYLAND, ANNE ARUNDEL COUNTY, to wit:

I HEREBY CERTIFY, That on this 6th day of November, 1985, before me, the subscriber, a Notary Public of the State of Maryland, personally appeared MICHAEL GREEN, and acknowledged the foregoing Articles of Incorporation to be his act.

Deana B. Phillips
Notary Public



My Commission Expires:
July 1, 1986

2761 0586

BOOK 176 1246 267

1B 02

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME	11:15	MO.	DAY	YEAR
				11/14/85
30	ORG. & CAP. FEE			
30	RECORDING FEE			
	LIMITED PARTNERSHIP FEE			
	OTHER			
40	TOTAL	CASH	<input type="checkbox"/>	APPROVED BY
		CHECK	<input checked="" type="checkbox"/>	A

1 of 3

att

William Hockney
7310 Antelme Hwy #210
Blm Bernie, Ld 21061

2761 0587

0000 0267

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 176 PLK 268

ARTICLES OF INCORPORATION
OF
CHESAPEAKE HOMECRAFTERS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 14, 1985 AT 11:15 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2761, FOLIO 383, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID
\$ 20

RECORDING FEE PAID:
\$ 20

SPECIAL FEE PAID
\$

D2031763

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.



A 189605

2761 0583

BOOK 176 PAGE 269

1985 NOV 14 A 11:20

ARTICLES OF INCORPORATION

OF

FALCON ATHLETIC BOOSTERS CLUB, INC.

THIS IS TO CERTIFY:

That I, the subscriber, ELLEN HART, whose post office address is 504 Brentwood Avenue, Severna Park, Maryland 2114, being of legal age, desire to form a non-profit corporation under and by virtue of the General Laws of the State of Maryland, authorizing the formation of corporations by the execution and filing of these Article.

FIRST. NAME: The name of the Corporation (hereinafter designated as the "Corporation") is:

FALCON ATHLETIC BOOSTERS CLUB, INC.

SECOND. PURPOSE AND OBJECTIVES: The purpose for which the Corporation is formed and the objectives to be carried out and promoted by it are as follows:

The purpose of this organization shall be to promote athletics of every kind at Severna Park Senior High School and to provide and maintain athletic facilities and equipment for the sale and exclusive use of the Severna Park Senior High School athletic teams.

THIRD. LIMITATION OF PURPOSE: Notwithstanding any other provision of these Articles, this Corporation is organized exclusively for the purposes for which organizations are formed which qualify as exempt organizations under Section 501 (c) (3) of the United States Internal Revenue Code of 1954 or any corresponding revisions thereof.

FOURTH. OFFICE AND ADDRESS: The principal office and post office address of this Corporation in this State is 60 Robinson Road, Severna Park, Maryland 2114.

FIFTH. RESIDENT AGENT: The name and address of the Resident Agent of the Corporation is Vincent A. Mulieri, whose post office address is 190 Duke of Gloucester Street, Annapolis, Maryland. Said

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 FEB 25 AM 9:11

E. AUBREY COLLISON
CLERK

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BOOK 176 PAGE 270

Resident Agent is an adult citizen of the State of Maryland and actually resides therein.

SIXTH. NON-PROFIT/NON-STOCK: This Corporation is non-profit and is not authorized to issue capital stock. The membership of the Corporation shall have all of the rights and privileges conferred upon stockholders by the General Laws of the State of Maryland.

SEVENTH. DIRECTORS: The number of directors of the Corporation shall be established by the By-Laws of the Corporation, but shall never be less than three (3). The names and addresses of the Directors who shall act until their successors are duly selected and installed are: Ellen Hart, 504 Brentwood Avenue, Severna Park, Maryland 21146; Vincent A. Mulieri, 190 Duke of Gloucester Street, Annapolis, Maryland 21401; and Bonnie P. Mulieri, 5 Emerson Road, Severna Park, Maryland 21146.

EIGHTH. FURTHER LIMITATIONS: No part of the net earnings of the Corporation shall inure to the benefit of, or be distributed to its members, directors or officers or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make distributions in furtherance of its purposes. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on: (a) by a Corporation exempt from Federal income tax under Section 501 (c) (3) of the Internal Revenue Code (or the corresponding provisions of any future United States Internal Revenue Law); or (b) by a Corporation, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code (or the corresponding provisions of any future United States Internal

BOOK 176 PAGE 271

Revenue Code). However, if the named recipient is not then in existence or no longer a qualified distributee or unwilling or unable to accept the distribution, then the assets of this Corporation shall be distributed to a fund, foundation, or corporation organized and operated exclusively for the purposes specified in Section 501 (c) (3) of the Internal Revenue Code (or the corresponding provision of any future United States Internal Revenue Code).

NINTH. DURATION: This Corporation shall have perpetual existence.

TENTH. INDEMNIFICATION:

Section 1. Definitions: As used in this Article, any word or words that are defined in Section 2-418 of the Corporations and Associations Article of the Annotated Code of Maryland, or as amended from time to time (the Indemnifications Section), shall have the same meaning as provided in the Indemnification Section.

Section 2. Indemnification of Directors and Officers: The Corporation shall indemnify and advance expenses to a director or officer of the Corporation in connection with a proceeding to the fullest extent permitted by, and in accordance with, Indemnification Section.

Section 3. Indemnification of Employees and Agents: With respect to employees or agents, other than a director or officer, of the Corporation, the Corporation may, as determined by the Board of Directors of the Corporation, indemnify and advance expenses to such employee or agent in connection with a proceeding to the extent permitted by and in accordance with the Indemnification Section.

IN WITNESS WHEREOF, I have hereunto subscribed my name, this

7th day of November, 1985.

WITNESS:

Linda De Santos

Ellen Hart (SEAL)
ELLEN HART, Incorporator

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BOOK 176 PAGE 272

STATE OF MARYLAND, ANNE ARUNDEL COUNTY, to wit:

I HEREBY CERTIFY, that on this 7th day of November 1985,
before me, the subscriber, a Notary Public, in and for the State and
County aforesaid, personally appeared ELLEN HART and she acknowledged
the foregoing Articles of Incorporation of Falcon Athletic Boosters
Club, Inc. to be her act and deed.

WITNESS my hand and Notarial Seal.



Joan E. Westcott
Notary Public

My Commission Expires:
July 1, 1986

500K 176 273

ARTICLES OF INCORPORATION OF FALCON ATHLETIC BOOSTERS CLUB, INC.	
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STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 11:26 NO. 11 DAY 14 YEAR 85

20	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL CASE <input type="checkbox"/> APPROVED BY
	TOTAL CHECK <input checked="" type="checkbox"/> cash

Vincent A. Mulieri
30 Put 28 Gloucester St
Riverside, MA 01404

new
check

2761 0565

0000 6273

CLERKS NOTATION
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BOOK 176 Page 274

ARTICLES OF INCORPORATION
OF
FALCON ATHLETIC BOOSTERS CLUB, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 14, 1985 AT 11:26 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2761, FOLIO 560 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID:
\$ 20

RECORDING FEE PAID:
\$ 20

SPECIAL FEE PAID:
\$

D2031714

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.



A 189600

BOOK 176 PAGE 275

ARTICLES OF INCORPORATION
OF
IDEAL CORPORATION

FIRST: I, Earl G. Schaffer, whose post office address is 4 Evergreen Road, Severna Park, Maryland 21146, being at least eighteen (18) years of age, am hereby forming a corporation under and by virtue of the general laws of the State of Maryland.

SECOND: The name of the Corporation (which is hereinafter called the "Corporation") is:

IDEAL CORPORATION

THIRD: The purposes for which the Corporation is formed and the business or objects to be carried on and promoted by it as are as follows:

- (1) To engage in the business of mortgage brokering; custom home design, planning, costing and general contracting; home inspections, and to perform in connection therewith any and all related services and to engage in any and all activities incident thereto;
- (2) To enter into partnerships, joint ventures and other business associations for any lawful purposes;
- (3) To purchase, lease and otherwise acquire, hold, mortgage and otherwise dispose of all kinds of property, real personal and mixed, both in this State and in any part of the world;
- (4) To manufacture, purchase and deal in at wholesale or retail, any and all kinds and types of materials, supplies and equipment;
- (5) To improve, manage, develop, sell, assign transfer, lease, mortgage, pledge or otherwise dispose of or turn to account, or deal with all or any part of the property of the Corporation;
- (6) To acquire, build, charter, buy, lease, rent, operate and use vehicles of any kind or character;

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CIRCUIT COURT, BALTIMORE COUNTY

1986 FEB 25 AM 9:11

E AUBREY COLLISON
CLERK

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BOOK 176 PAGE 276

(7) To apply for, obtain, register, purchase, lease or otherwise acquire or own by concessions, rights, options, patents, patent rights, privileges, inventions, processes, copyrights, trademarks, trade names or any right, option or contract in relation thereto; to develop, maintain, lease, sell, transfer, license, dispose of, use, operate or manufacture under or in any way otherwise deal in and with the same; and perform, carry out and fulfill the terms and conditions of any option or contract in relation thereto;

(8) To acquire by purchase, subscription or otherwise, and to hold, sell, own, negotiate, assign, deal in, exchange, transfer, mortgage, pledge or otherwise dispose of any shares of the capital stock, script or any voting trust certificates in respect to the capital stock, or any bonds, mortgages, securities, or other evidence of indebtedness issued or granted by any other corporation, joint stock company or association, public or private, or of the Government of the United States, or any State, territory, municipality or other political subdivision, and to issue in exchange therefor, in the same manner provided by law, shares of the capital stock, bonds, or other obligations of the corporation; and while the holder or owner of any such shares of capital stocks, script, voting trust certificates, bonds, mortgages or other securities or evidence of indebtedness, to possess and exercise in respect thereof any and all rights, powers and privileges of ownership, including the right to vote thereon;

(9) To acquire by purchase, lease or otherwise to own, use and operate factories, shops, manufacturing plants, including lands, buildings, machinery, equipment and appliances, warehouses, stores and other properties within and without the State of Maryland, which may be useful to accomplish any and all of the purposes of carrying on any of the business of the character hereinbefore referred to;

(10) To enter into, make and perform contracts without limit as to the character or amount, execute, issue and endorse drafts, bills of exchange and negotiable instruments of all kinds, as permitted by law;

(11) To borrow money for any of the purposes of this Corporation, and to issue bonds, debentures, debenture stocks, notes or other obligations, and to secure

BOOK 176 PAGE 277

the same by pledge or mortgage of the whole or any part of the property of this Corporation, whether real or personal or to issue bonds, debentures, debenture stock or notes without any such security;

(12) To purchase, hold and re-issue the shares of its capital stock in such manner as the Board of Directors may from time to time determine;

(13) To have one or more offices and places of business and to carry on all or any part of its operations or business, without restrictions or limit as to the amount of places in any of the cities, districts or territories of the United States, subject to the laws of such state, district or territory.

The foregoing objects and purposes shall, except when otherwise expressed, be in no way limited or restricted by reference to, or in reference from the terms of any other clause of this or any other article of this certificate of incorporation or of any amendment thereto, and shall each be regarded as independent, and construed as powers as well as objects and purposes.

The Corporation shall be authorized to exercise and enjoy all the powers rights and privileges granted to or conferred upon corporations of a similar character by the General Laws of the State of Maryland now or hereafter in force, and the enumeration of the foregoing powers shall not be deemed to exclude any powers, rights or privileges, so granted or conferred.

✓ FOURTH: The post office address of the principal office of the corporation in this State is 318 Community Road, Severna Park, Maryland 21146. The name and post office address of the Resident Agent of the Corporation in this State is Thomas G. Mishefske, 318 Community Road, Severna Park, Maryland 21146. Said Resident Agent is an individual actually residing in this State.

FIFTH: The total number of shares of capital stock which the Corporation has authority to issue is One Thousand (1,000) shares of capital stock without par value.

SIXTH: The number of Directors of the Corporation shall be four (4), which number may be increased or decreased pursuant to the By-laws of the Corporation, but shall never be less than three provided that:

BOOK 176 PAGE 278

(1) If there is no stock outstanding, the number of directors may be less than three but not less than one; and

(2) If there is stock outstanding and so long as there are less than three stockholders, the number of directors may be less than three but not less than the number of stockholders.

The names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are:

Michael J. Drew

Wanda M. Drew

Daniel J. Drew

Thomas G. Mishefske

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

(1) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized.

(2) The Board of Directors of the Corporation may classify or reclassify any unissued shares by fixing or altering in any one or more respects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of redemption of, and the conversion rights of, such shares.

The enumeration and definition of a particular power of the Board of Directors included in the foregoing shall in no way be limited or restricted by reference to or inference from the terms of any other clause of this or any other article of the Charter of the Corporation, or construed as or deemed by inference or otherwise in any manner to exclude or limit any powers conferred upon the Board of Directors under the General Laws of the State of Maryland now or hereafter in force.

BOOK 176 PAGE 279

EIGHTH: Except as may otherwise be provided by the Board of Directors, no holder of any shares of the stock of the Corporation shall have any pre-emptive right to purchase, subscribe for, or otherwise acquire any shares of stock of the Corporation of any class now or hereafter authorized, or any securities exchangeable for or convertible into such shares, or any warrants or other instruments evidencing rights or options to subscribe for, purchase or otherwise acquire such shares.

NINTH: (1) As used in this Article NINTH, any word or words that are defined in Section 2-418 of the Corporations and Associations Article of the Annotated Code of Maryland (the "Indemnification Section"), as amended from time to time, shall have the same meaning as provided in the Indemnification Section.

(2) The Corporation shall indemnify a present or former director or officer of the Corporation in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section.

(3) With respect to any corporate representative other than a present or former director or officer, the Corporation may indemnify such corporate representative in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section; provided, however, that to the extent a corporate representative other than a present or former director or officer successfully defends on the merits or otherwise any proceeding referred to in subsections (b) or (e) of the Indemnification Section or any claim, issue or matter raised in such proceeding, the Corporation shall not indemnify such corporate representative other than a present or former director or officer under the Indemnification Section unless and until it shall have been determined and authorized in the specific case by (i) an affirmative vote at a duly constituted meeting of a majority of the Board of Directors who were not parties to the proceeding; or (ii) an affirmative vote, at a duly constituted meeting of a majority of all the votes east by stockholders who were not parties to the proceeding, that indemnification of such corporate representative other than a present or former director or officer is proper in the eircumstances.

CLERKS NOT
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BOOK 176 PAGE 280

IN WITNESS WHEREOF I have signed these Articles of Incorporation this
13th day of November, 1985, and I acknowledge the same to be my act.

WITNESS:

Ina J. Greenlee Earl G. Schaffer
EARL G. SCHAFER

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BOOK 176 PAGE 281

CERTIFIED
COPY MADE

(02)

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Stock

(52)

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
TIME 12:47 MO. DAY YEAR
11-14-85

20	ORG. & CAP. FEE
22	RECORDING FEE
	LIMITED PARTNERSHIP FEE
12	OTHER 1 CC 6p
54	TOTAL CASH <input checked="" type="checkbox"/> APPROVED BY CHECK <input type="checkbox"/> ps

Earl Schaffer
4 Evergreen Rd
Seneca Pk, Md 21146

1985 NOV 14 P 12:47

2761 0513

0000 0281

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 176 PAGE 282

ARTICLES OF INCORPORATION
OF
IDEAL CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 14, 1985 AT 12:47 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2761, FOLIO 506, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID
\$ 20

RECORDING FEE PAID
\$ 22

SPECIAL FEE PAID
\$

D2031615

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.

Richard W. [Signature]



A 189590

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0000 0282

ARTICLES OF INCORPORATION

FIRST: The undersigned, Robert K. Geiger, whose post office address is 942 Creek Drive, Annapolis, Maryland 21403, being at least twenty-one years of age, does hereby organize an ordinary business corporation for pecuniary profit under the provisions of the General Laws of the State of Maryland and specifically Section 2, Corporation and Associations of the Annotated Code of Maryland.

SECOND: The name of the corporation (which is hereinafter called the Corporation) is:

RKG, Inc.

THIRD: The purposes for which the Corporation is formed are as follows:

- 1) To provide consulting and support services for the general public and the Federal and State Governments and all agencies thereof; to teach, instruct and train individuals in the art of weaving rugs and in other arts and crafts.
- 2) To acquire, and pay for in cash, stocks or bonds, of this Corporation or otherwise, the good will, rights, assets, and property and to undertake or assume the whole or any part of the obligations or liabilities of any person, firm, association or corporation, and to hold, possess and improve such properties and to conduct in any legal manner the whole or any part of the business so acquired; and to pledge, mortgage, sell or otherwise dispose of the same; to aid in any lawful manner, by loan subsidy, guaranty or otherwise, any corporation whole stocks, bonds, notes, debentures or other securities held or controlled, directly or indirectly, by the Corporation, and to do any and all lawful acts or things necessary or advisable to protect, preserve, improve or enhance the value of any such stocks, bonds, notes, debentures, or other securities or obligations; and to endorse or guarantee the payment of principal or interest or both, or dividends upon any stocks, bonds, obligations or other securities or evidences of indebtedness, and to guarantee the performance of any contracts or other undertakings in which the Corporation is or becomes interested with any corporation, association, partnership, firm, individual or others or any country, nation or government or political authority.
- 3) To act in any and all parts of the world as principal, agent, joint venture or otherwise, either alone or in association with any other persons, firms, associations, entities, combinations, domestic or foreign corporations, states, governments and other public and private bodies.

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 FEB 25 AM 9:11

E. AUBREY COLLISON
CLERK

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4) To borrow or raise money for any of the purposes of the Corporation and, from time to time without limit as to amount, to draw, make, accept, endorse, execute and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures and other negotiable or non-negotiable instruments and evidences of indebtedness, and to secure the payment of any thereof and of the interest thereon by mortgage upon or pledge, conveyance or assignment in trust of or lien upon the whole or any part of the property of the Corporation, whether at the time owned or thereafter acquired, and to sell, pledge or otherwise dispose of such bonds, debentures or other obligations of the Corporation for its corporate purposes; to confer upon the holders of any bonds, debentures or obligations of the Corporation, secured or unsecured, the right to convert the principal thereof into stock of the Corporation upon such terms and conditions as may be deemed advisable; to create, issue, sell and otherwise dispose of, for money, property or other considerations deemed useful for the purpose of the Corporation, certificates entitling the holder to an interest in all or any part of the securities from time to time held by the Corporation; to permit the holders of any bonds, debentures or obligations of the Corporation, secured by specific securities, to share in the income of such securities in lieu of or in addition to, a fixed return on their investment; and to issue certificates for partly-paid stock of the Corporation.

5) To the extent permitted by law, to lend to any person, firm or corporation any of its uninvested funds either with or without security.

6) To have one or more offices, to carry on all or any of its operations and business and without restrictions to limit as to amount, to purchase or otherwise acquire, hold, own, mortgage, sell, convey or otherwise dispose of, real and personal property of every class and description in any of the state, districts or territories of the United States, and in any and all foreign countries, subject to the laws of such state, district, territory or country; to erect, construct, rebuild, enlarge, alter, improve, maintain, manage and operate houses, buildings or other works of any description on any lands owned or leased by the Corporation, or upon any other lands, to sell, lease, sublet, mortgage, exchange or otherwise dispose of any of the lands or any interest therein, or any houses, building or other works owned by the Corporation; to engage generally in the real estate business, as principal, agent, broker, or otherwise, and generally to buy, sell, lease, mortgage, exchange, manage, operate and deal in lands, houses, buildings or other works; and to purchase, acquire, hold, exchange, pledge, hypothecate, sell, deal in and dispose of tax liens and transfers of tax liens on real estate.

7) To endorse or guarantee the payment of principal or interest, or both, or dividends upon any stocks, bonds, obligations or other securities or evidences of indebtedness issued or created by any other corporation of the State of Maryland, or created by any other state, or of any country, nation or government, or political authority, so far as the same may be permitted by law.

8) To undertake, contract for or carry on any action incidental to or in aid of, or convenient or advantageous in the pursuance of, any of the lawful objects or purposes of the Corporation allowed under the Laws of Maryland.

9) To carry on any lawful pursuit necessary, proper or incidental to the accomplishment of the foregoing purposes.

10) The objects and purposes specified in the foregoing clauses shall, except where otherwise expressed, be in nowise limited or restricted by reference to, or inference from, the terms or any other clause herein contained but the objects and purposes specified in each of the foregoing clauses of the Article Third shall be regarded as independent objects and purposes.

✓ FOURTH: The post office address of the principal office of the Corporation in Maryland is 942 Creek Drive, Annapolis, Maryland 21403.

✓ FIFTH: The name and post office address of the resident agent of the Corporation in this State is Robert K. Geiger, 942 Creek Drive, Annapolis, Maryland 21403. Said resident agent is a citizen of the State of Maryland and actually resides therein.

SIXTH: The total number of shares of Common Capital Stock which the Corporation has authority to issue is 5,000 shares at ten dollars (\$10.00) par value. The Corporation qualifies as a "Small Business Corporation" under the provisions of the Internal Revenue Code and the original issue of the aforesaid shares is hereby designated as "Section 1244 Stock".

SEVENTH: The number of directors of the Corporation shall be two (2) and the number of directors may be increased or decreased pursuant to the by-laws of the Corporation. The names of the Directors who shall act until the first annual meeting of the stockholders and the necessary elections are made or until their successors are duly chosen and qualify are:

Robert K. Geiger

Sibyl G. Geiger

EIGHTH: a) The Corporation shall indemnify any person who was or is a party or is threatened to be made a party to any action, suit or proceeding, whether civil, criminal, administrative or investigative (including any action by or in the right of the Corporation) by reason of the fact that he is or was a director or officer of the Corporation, or is or was serving at the request of the Corporation as a director or officer of another corporation, or as an official of a partnership, joint venture, trust or other enterprise, against expenses (including attorney's fees), judgments, fines, and amounts paid in settlement actually and reasonably incurred by him in connection with such action, suit or proceeding if he acted in good faith and in a manner he reasonably believed to be in, or not opposed to, the best interests of the Corporation, and with respect to any criminal action or proceeding, had no reasonable cause to believe his conduct was unlawful.

b) The indemnification provided in clause (a) shall in no way impair, decrease or negate any other rights to which a person seeking indemnification thereunder may be entitled under any by-laws, agreement, vote of stockholders or directors or otherwise, and shall continue as to a person who has ceased to be a director or officer, and shall inure to the benefit of the heirs, executors, and administrators of such a person.

c) The Corporation shall have power to purchase insurance on behalf of any person who is or was a director or officer of the Corporation, or is or was serving at the request of the Corporation as a director or officer of another corporation, or an official of a partnership, joint venture, trust or other enterprise against any liability asserted against him and incurred by him in any such capacity, or arising out of his status as such, whether or not the Corporation would have the power to indemnify him against such liability under the provisions of clause (a).

d) Anything to the contrary in the foregoing clauses (a) through (c) notwithstanding, no director or officer shall be indemnified against any liability to the Corporation or to its security holders to which he would otherwise be subject by reason of willful misfeasance, bad faith, gross negligence or reckless disregard of the duties involved in the conduct of his office.

NINTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the Directors and stockholders;

1) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock, with or without par value, of any class, and securities convertible into shares of its stock, with

or without par value, of any class, for such consideration as said Board of Directors may deem advisable irrespective of the value or amount of such considerations.

2) No holders of stock of the Corporation, of whatever class, shall have any preferential right of subscription to any shares of any class or to any securities convertible into shares of stock of the Corporation, nor any right of subscription to any thereof other than such, if any, as the Board of Directors in its discretion may determine, and at such price as the Board of Directors in its discretion may fix; and any shares of convertible securities which the Board of Directors may determine to offer for subscription to the holders of stock may, as said Board of Directors shall determine, be offered to holders of any class or classes of stock at the time existing to the exclusion of holders of any or all other classes at the time existing.

3) The Board of Directors shall have power, subject to any limitations or restrictions imposed by law, to classify or reclassify any unissued shares of stock, whether now or hereafter authorized, by fixing or altering in any one or more respects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of redemption of, and the conversion rights of such shares.

4) The Board of Directors shall have power to declare and to authorize the payment of stock dividends, whether or not payable in stock of one class to holders of stock of another class or classes; and shall have authority to exercise, without a vote of stockholders, all powers of the Corporation, whether conferred by law or by these Articles, to purchase, lease or otherwise acquire the business, assets or franchises, in whole or in part, of other corporations or unincorporated business entities.

TENTH: The duration of the Corporation shall be perpetual until dissolved in accordance with law.

BOOK 176 PAGE 288

IN WITNESS WHEREOF, the undersigned incorporator of RKG, Inc. who executed the foregoing Articles of Incorporation, hereby acknowledges same to be his act and further acknowledges that to the best of his knowledge the matter and facts set forth herein are true in all material respect under the penalties of perjury.

Dated this 7th day of November, 1985.

WITNESS:

Wendy L. Landis
Wendy L. Landis

028

Robert K. Geiger
Robert K. Geiger

CLERKS NOTAR
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BOOK 176 Page 289

02 AM

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME	DATE	AMOUNT	REMARKS
9:28	11 13 85		
19		200.00	stock
61		TOTAL CASH	OK

Robt
Robert K. Gujer
942 Creek Dr.
Annapolis, Md. 21403

NOV 13 A 9:28

2761 0253

0000 0289

CLERKS NOTATION
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BOOK 176 PAGE 290

ARTICLES OF INCORPORATION
OF
RKG, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 13, 1985 AT 09:28 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2761 , FOLIO 242 , OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID
\$ 20

RECORDING FEE PAID
\$ 22

SPECIAL FEE PAID
\$

D2031441

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.

David W. Fisher



A 189573

2761 0246

BOOK 176 PAGE 291

ARTICLES OF INCORPORATION

OF

1985 NOV 13 A 11:40

TRI-STATE STEEL ERECTORS, INC.

THIS IS TO CERTIFY:

FIRST: The undersigned, SHELDON BOLOTIN,
whose post office address is: 8136 Scotts Level Road,
Baltimore, Maryland, 21208, being at least eighteen years of
age, does hereby form a corporation under the General Laws of
the State of Maryland.

SECOND: The name of the Corporation (which
is hereinafter called the "Corporation") is:

TRI-STATE STEEL ERECTORS, INC.

THIRD: The purposes for which the Corpora-
tion is formed are as follows:

To engage in all phases of the steel
erection business for residential and commercial purposes, and
to otherwise engage in the metal erection business.

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 FEB 25 AM 9:12

E. AUDREY COLLISON
CLERK

58178271

2761 0239

0000 0291

BOOK 176 PAGE 292

(a) To manufacture, purchase or otherwise acquire, hold, mortgage, pledge, sell, transfer, or in any manner encumber or dispose of goods, wares, merchandise, implements, and other personal property or equipment of every kind.

(b) To purchase, lease or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let, or in any manner encumber or dispose of real property wherever situated.

(c) To carry on and transact for itself or for account of others, the business of general merchants, general brokers, general agents, manufacturers, buyers and sellers of, dealers in, importers and exporters of natural products, raw materials, manufactured products and marketable goods, wares and merchandise of every description.

(d) To purchase, lease, or otherwise acquire, all or any part of the property, rights, businesses, contracts, good will, franchises and assets of every kind of any corporation, co-partnership or individual (including the estate of a decedent), carrying on or having carried on in whole or in part any of the aforesaid businesses or any other businesses that the Corporation may be authorized to carry on, and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof, and to pay for any such property, rights, business, contracts, good will, franchises, or assets by the issue, in accordance with the Laws of Maryland, of stock, bonds or other securities of the Corporation or otherwise.

(e) To apply for, obtain, purchase, or otherwise acquire, any patents, copyrights, licenses, trademarks, trade names, rights, processes, formulae, and the like, which might be used for any of the purposes of the Corporation; and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account, the same.

(f) To purchase or otherwise acquire, hold and reissue shares of its capital stock of any class; and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge, or otherwise dispose of, any shares of stock of, or voting trust certificates for any shares of stock of, or any bonds or other securities or evidences of indebtedness issued or created by, any other corporation or association, organized under the Laws of the State of Maryland or of any other state, territory, district, colony or dependency of the United States of America, or of any foreign country, and while the owner or holder of any such shares of stock, voting trust certificates, bonds or other obligations, to possess and exercise in respect thereof any and all the rights, powers, and privileges of ownership, including the right to vote on any shares of stock so held or owned; and upon a distribution of the assets or a division of the profits of this Corporation, to distribute any such shares of stock, voting trust certificates, bonds or other obligations, or the proceeds thereof, among the stockholders of this Corporation.

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BOOK 176 PAGE 293

(g) To guarantee the payment of dividends upon any shares of stock of, or the performance of any contract by, any other corporation in which the Corporation has an interest, and to endorse or otherwise guarantee the payment of the principal and interest, or either, of any bonds, debentures, notes, securities or other evidences of indebtedness created or issued by any such other corporation or association.

(h) To loan or advance money with or without security, without limit as to amount; and to borrow or raise money for any of the purposes of the Corporation and to issue bonds, debentures, notes or other obligations of any nature, and in any manner permitted by law, for money so borrowed or in payment for property purchased, or for any other lawful consideration, and to secure the payment thereof and of the interest thereon, by mortgage upon, or pledge or conveyance or assignment in trust of, the whole or any part of the property of the Corporation, real or personal, including contract rights, whether at the time owned or thereafter acquired; and to sell, pledge, discount or otherwise dispose of such bonds, notes, or other obligations of the Corporation for its corporate purposes.

(i) To carry on any of the businesses hereinbefore enumerated for itself, or for account of others, or through others for its own account, and to carry on any other business which may be deemed by it to be calculated, directly or indirectly, to effectuate or facilitate the transaction of the aforesaid objects or businesses, or any of them, or any part thereof, or to enhance the value of its property, business or rights.

(j) To carry out all or any part of the aforesaid purposes, and to conduct its business in all or any of its branches in any or all states, territories, districts, colonies, and dependencies of the United States of America and in foreign countries; and to maintain offices and agencies, in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries.

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to corporations which are contained in the general laws of this State.

FOURTH: The following provisions are hereby adopted for the purposes of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

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BOOK 176 PAGE 294

(a) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock, with or without par value, of any class, and securities convertible into shares of its stock, with or without par value of any class, for such considerations as said Board of Directors may deem advisable, irrespective of the value or amount of such considerations, but subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the Corporation.

(b) No contract or other transaction between this corporation and any other corporation and no act of this Corporation shall be in any way affected or invalidated by the fact that any of the directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; any directors, individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that in the event that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any director of this Corporation who is also a director or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction.

(c) The Board of Directors shall have power, from time to time, to fix and determine and to vary the amount of working capital of the Corporation; to determine whether any, and if any, which part of the surplus of the Corporation or of the net profits arising from its business shall be declared in dividends and paid to the stockholders, subject, however, to the provisions of the Charter, and to direct and determine the use and disposition of any of such surplus or net profits. The Board of Directors may in its discretion use and apply any of such surplus or net profits in purchasing or acquiring any of the shares of the stock of the Corporation, or any of its bonds or other evidences of indebtedness, to such extent and in such manner and upon such lawful terms as the Board of Directors shall deem expedient.

(d) The Corporation reserves the right to make from time to time any amendments of its Charter which may now or hereafter be authorized by law, including any amendments changing the terms of any class of its stock by classification, re-classification or otherwise, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change of terms shall have been authorized by the holders of all such stock at the time outstanding, by a unanimous vote at a meeting or in writing with or without a meeting, by all of the shareholders.

BOOK 176 PAGE 295

(e) No holders of stock of the Corporation, of whatever class, shall have any preferential right of subscription to any shares of any class or to any securities convertible into shares of stock of the corporation, nor any right to subscription to any thereof other than such, if any, as the Board of Directors in its discretion may determine, and at such price as the Board of Directors in its discretion may fix; and any shares or convertible securities which the Board of Directors may determine to offer for subscription to the holders of stock may, as said Board of Directors shall determine, be offered to holders of any or all classes at the time existing.

(f) Notwithstanding any provision of law requiring any action to be taken or authorized by the affirmative vote of the holders of a designated proportion of the shares of stock of the Corporation, or to be otherwise taken or authorized by vote of the stockholders, such action shall be effective and valid if taken or authorized by the affirmative unanimous vote of the total number of votes entitled to be cast thereon, except as otherwise provided in this Charter.

(g) The Board of Directors shall have power, subject to any limitations or restrictions herein set forth or imposed by law, to classify or reclassify any unissued shares of stock, whether now or hereafter authorized, by fixing or altering in any one or more respects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of redemption of, and the conversion rights of, such shares.

(h) The Board of Directors shall have power to declare and authorize the payment of stock dividends, whether or not payable in stock of one class to holders of stock of another class or classes; and shall have authority to exercise, without a vote of stockholders, all powers of the Corporation, whether conferred by law or by these articles, to purchase, lease or otherwise acquire the business, assets or franchises, in whole or in part, of other corporations or unincorporated business entities.

✓ FIFTH: The post office address of the principal office of the Corporation in this State is 657 Hollywood Road, Severna Park, Maryland, 21146.

The Resident Agent of the Corporation is Ronny K. Umlandt whose post office address is 657 Hollywood Road, Severna Park, Maryland, 21146. Said Resident Agent is a citizen of the State of Maryland, and actually resides therein.

BOOK 176 PAGE 296

SIXTH: The total number of shares of stock which the Corporation has authority to issue is Five Thousand (5,000) shares of no par value, all of which shares are of one class and are designated common stock.

SEVENTH: The number of directors of the Corporation shall be three (3) or more in number, which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than three (3); and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are:

LYDIA BRADLEY
RONNY K. UMLANDT
SHELDON BOLOTIN
HELAINÉ BOLOTIN

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation and acknowledged the same to be my act, on this 11th day of November, 1985.

Witness:

[Signature]

[Signature]
SHELDON BOLOTIN

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0000 0296

BOOK 176 PAGE 297

BOOK 176 PAGE 297

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[Handwritten signature]

Stok

52

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 11:40 MO. DAY YEAR 11-13-85

20	ORG. & CAP. FEE
22	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
42	TOTAL CASH <input type="checkbox"/> APPROVED BY
	CHECK <input checked="" type="checkbox"/> <i>[Signature]</i>

William Gann
5 hight st # 800
Balt, Md 21202

2761 0245

0000 0297

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 176 Page 298
ARTICLES OF INCORPORATION
OF
TRI-STATE STEEL ERECTORS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 13, 1985 AT 11:40 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2761 , FOLIO 238 , OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID:
\$ 20

RECORDING FEE PAID:
\$ 22

SPECIAL FEE PAID:
\$

D2031433

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.

R. W. [Signature]



A 189572

2761 0238

BOOK 176 PAGE 299

ARTICLES OF INCORPORATION
OF
LEEPHYL CORPORATION

FIRST: The undersigned, James D. Wright, whose post office address is 1800 Mercantile Bank and Trust Building, 2 Hopkins Plaza, Baltimore, Maryland 21201, being over eighteen years of age and acting as incorporator, hereby forms a Corporation under the Maryland General Corporation Law.

SECOND: The name of the corporation (which is herein-after called the "Corporation") is: LEEPHYL CORPORATION

THIRD: The purposes for which the Corporation is formed are as follows:

(a) To own, rent or develop real property.

(b) To carry on any and all business, trans-actions and activities permitted by the Maryland General Corporation Law which may be deemed desirable by the Board of Directors of the Corporation, whether or not identical with or related to the business described in the foregoing paragraph of this Article, as well as all activities and things necessary and incidental thereto, to the full extent empowered by such laws.

FOURTH: The post office address of the principal office of the Corporation in this State is 247 Long Point Road, Crownsville, Maryland 21032. The resident agent of the Corporation in this State is Lee Schank, whose post office address is 247 Long Point Road, Crownsville, Maryland 21032.

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2761 0169

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RECEIVED FOR RE-ENTRY
FEB 25 1986

1986 FEB 25 AM 9:12

LAURENCE COLLISON

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BOOK 176 PAGE 300

Said resident agent is a citizen of the State of Maryland, and actually resides therein.

FIFTH: The total number of shares of stock of all classes which the Corporation has authority to issue is One Hundred Thousand (100,000) shares of the par value of One Dollar (\$1.00) each, all of which shares are of one class and are designated Common Stock. The aggregate par value of all shares having par value is One Hundred Thousand Dollars (\$100,000.00).

SIXTH: The Corporation shall have two (2) Directors (which number may be increased or decreased, but to not less than three (3), or less than the number of stockholders pursuant to the By-Laws of the Corporation), and Lee Schank and Phyllis Schank, shall act as such until the first annual meeting or until their successors are duly chosen and qualified.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

(a) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, and securities convertible into shares of its stock, of any class or classes, whether now or hereafter authorized, for such consideration as the Board of Directors may deem advisable.

5264F

BOOK 176 PAGE 301

(b) No contract or other transaction between this Corporation and any other corporation, partnership, individual or other entity and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the directors of this Corporation are directors, principals, partners or officers of such other entity, or are pecuniarily or otherwise interested in such contract, transaction or act; provided that (i) the existence of such relationship or such interest shall be disclosed to the Board of Directors or to a committee of the Board of Directors if the matter involves a committee decision, and the contract, transaction or act shall be authorized, approved or ratified by a majority of disinterested directors on the Board or on such committee, as the case may be, even if the number of disinterested directors constitutes less than a quorum or (ii) the contract, transaction or act shall be authorized, ratified or approved in any other manner permitted by the Maryland General Corporation Law.

(c) The Corporation reserves the right to make, from time to time, any amendments of its charter which may now or hereafter be authorized by law, including any amendments which alter the contract rights of any class of outstanding stock as expressly set forth in the charter.

(d) The Board of Directors shall have the power to classify or reclassify any unissued stock, whether now or hereafter authorized, by setting or changing the preferences,

5264F

BOOK 176 PAGE 302

conversion or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or terms or conditions of redemption of such stock.

(e) Notwithstanding any provision of law requiring any action to be taken or authorized by the affirmative vote of the holders of a designated proportion of the votes of all classes or of any class of stock of the Corporation, such action shall be effective and valid if taken or authorized by the affirmative vote of a majority of the total number of votes entitled to be cast thereon, except as otherwise provided in this charter.

(f) Unless otherwise provided by the Board of Directors, no holder of stock of any class shall be entitled to preemptive rights to subscribe for or purchase or receive any part of any new or additional issue of stock of any class of the Corporation or securities convertible into stock of any class of the Corporation.

(g) To the maximum extent permitted by the Maryland General Corporation Law as from time to time amended, the Corporation shall indemnify its currently acting and its former directors, officers, agents, and employees and those persons who, at the request of the Corporation, serve or have served another corporation, partnership, joint venture, trust or other enterprise in one or more of such capacities against any and all liabilities incurred in connection with their services in such capacities.

5264F

BOOK 176 PAGE 303

IN WITNESS WHEREOF, I have signed these Articles of
Incorporation on the 10th day of November, 1985, and have
acknowledged such Articles to be my act.

WITNESS:

Betty J. Helan

James D. Wright
James D. Wright,
Incorporator

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 176 PAGE 304

(52)

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION APPROVED FOR RECORD	
TIME	NO. DAY YEAR
11:56	11/13/85
20	ORG. A. 012
20	RECORDING FEE
6	LETTER FILING FEE
46	1-5F65
	FOUNT. C/ST
	RECORDING B
	24

ARTICLES OF INCORPORATION

02

24

PLEASE RETURN TO:
James D. Wright, Esq.
Venable, Baetjer and Howard
1800 Mercantile Bank &
Trust Building
Baltimore, MD 21201

NOV 13 A 11:56

2761 0174

0000 0304

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 176 PAGE 305
ARTICLES OF INCORPORATION
OF
LEEPHYL CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 13, 1985 AT 11:56 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2761, FOLIO 168, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID:
\$ 20

RECORDING FEE PAID:
\$ 20

SPECIAL FEE PAID:
\$

D2031318

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.

Richard W. Fink



A 189560

2761 0168

BOOK 176 PAGE 306

THE ANNAPOLIS DOOR COMPANY
A MARYLAND STOCK CORPORATION
ARTICLES OF INCORPORATION

FIRST: The Undersigned Stuart A. Hopson Jones, whose post office address is 226 Main Street, Annapolis, MD 21401, being at least 18 years of age, does hereby form a corporation under the general laws of the State of Maryland.

SECOND: The name of the corporation is THE ANNAPOLIS DOOR COMPANY.

THIRD: The purposes for which the Corporation are formed are as follows: The importation, manufacture and sale of doors and other building materials together with any other lawful purpose.

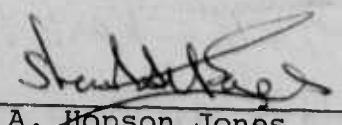
FOURTH: The post office address of the principal office of the Corporation in Maryland is 226 Main Street, Annapolis, MD 21401. The name and post office address of the resident agent of the Corporation in Maryland is Franklin Christopher, 226 Main Street, Annapolis, MD 21401.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is Three Thousand, Three Hundred (3,300) of the par value of One Dollar (\$1.00) a share, all of one class, and having an aggregate value of Three Thousand, Three Hundred Dollars (\$3,300.00).

SIXTH: The number of directors of the Corporation shall be three (3) which number may be increased or decreased pursuant to the bylaws of the Corporation, and so long as there are less than three (3) stockholders, the number of directors may be less than three (3) but not less than the number of stockholders, and the names of directors who shall act until the first meeting or until their successors are duly chosen and qualified are Stuart A. Hopson Jones, Franklin Christopher and Ken G. Jones.

SEVENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on October 21, 1985, and severally acknowledge the same to be my act.


Stuart A. Hopson Jones

53188082

RECEIVED FOR RECORD
CIRCUIT COURT, ANNE ARUNDEL COUNTY

1986 FEB 25 AM 9:12

E AUBREY COLLISON
CLERK

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0000 0306

CLERKS NOT
BEST C
AVAILA

BOOK 176 PAGE 307

(02) PM

Stock

(52)

NOT

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

11/13/85

TIME 3:22 MO. 10 DAY 22 YEAR 85

20	ORG. & CAP. FEE
80	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL CASH <input type="checkbox"/> APPROVED BY
	CHECK <input checked="" type="checkbox"/> A

st

Stephen Nevas

~~246 Post Road East~~

~~Westport, Conn 06881~~

126 Island View Dr.

Amaganset, L.I. 21401

2761 0338

0000 0307

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 176 Page 308

ARTICLES OF INCORPORATION
OF
THE ANNAPOLIS DOOR COMPANY

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 13, 1985 AT 03:22 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2761, FOLIO 336, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID:
\$ 20

RECORDING FEE PAID:
\$ 20

SPECIAL FEE PAID:
\$

D2031250

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.

[Signature]



A 189554

BOOK 176 PAGE 309

ARTICLES OF INCORPORATION
OF
AJC REALTY, INC.

THIS IS TO CERTIFY:

That I, the Subscriber: ALEX JOSEPH CSERVEK, whose post office 6049-6
Majors Lane, Columbia, Maryland 21045, being at least eighteen (18) years of
age, hereby form a corporation under and by virtue of the General Laws of the
State of Maryland.

ARTICLE I - NAME

The name of the Corporation (which is hereafter called the "Corporation")
is:

AJC REALTY, INC.

ARTICLE II - PURPOSE

The purpose for which the Corporation is formed are:

- (1) To engage in the ownership, operation, management and all other
lawful activities, sales and services incidental to and related to a real
estate brokerage business.
- (2) To engage in the performance of all phases of a real estate brokerage
business and anything related thereto.
- (3) To carry on a real estate brokerage business in all its branches,
including, for a fee, commission or any other valuable consideration,
purchasing, selling, exchanging, renting or trading in real estate or real
estate options.
- (4) To enter into partnerships, joint ventures, and other business
associations for any lawful purpose.

Alex Joseph Cservek Esquire • P.O. Box 9158 • Columbia, Maryland 21045 (301) 964-1941

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 FEB 25 AM 9:12

E. AUBREY COLLISON
CLERK

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BOOK 176 PAGE 310

(5) To purchase, lease and otherwise acquire, hold, mortgage, and otherwise dispose of all kinds of property, real, personal and mixed, both in this State and in any part of the world.

(6) To engage in and carry on any other business which may conveniently be conducted in conjunction with any of the business of the Corporation.

(7) To do anything permitted by Section 2-103 of the Corporation and Associations Article of the Annotated Code of Maryland, as amended from time to time.

ARTICLE III - ADDRESS AND RESIDENT AGENT

The post office address of the principal office of the Corporation is 517 Benfield Road, Park Central Building, Suite 303, Severna Park, Maryland 21146. The name and post office address of the Resident Agent of the Corporation in this State is ALEX JOSEPH CSERVEK, 6049-6 Majors Lane, Columbia, Maryland 21045. Said Resident Agent is an individual actually residing in this State.

ARTICLE IV - CAPITAL STOCK

The total number of shares of capital stock which the Corporation has authority to issue is Ten THOUSAND (10,000) shares of common stock without par value.

ARTICLE V - DIRECTORS

The number of directors of the Corporation shall be three (3), which number may be increased pursuant to the By-Laws of the Corporation, but shall never be less than three (3). The names of the directors, who shall act until the first annual meeting and until their successors shall be chosen and qualified, shall be:

ALEX ERNEST CSERVEK

ALEX JOSEPH CSERVEK

DAVID ROSENBERG

ARTICLE VI - POWERS

The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders thereof:

(1) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class,

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BOOK 176 PAGE 311

whether now or hereafter authorized, or any securities exchangeable for or convertible into such shares, or any warrants or other instruments evidencing rights or options to subscribe for, purchase or otherwise acquire such shares.

(2) The Board of Directors of the Corporation may classify or reclassify any unissued shares of stock of the Corporation of any class now or hereafter authorized by fixing or altering in any one or more respects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of, redemption of, and the conversion rights of, such shares.

(3) Any directors, individually, or any firm of which any director may be a member, or any corporation or association of which any director may be an officer or director or in which any director may be interested as the holder of any amount of its capital stock or otherwise, may be a party to, or be pecuniary or otherwise interested in, any contract or other transaction shall be thereby affected or invalidated; provided, however, that in the event that a director, or any firm of which a director is a member, or any corporation or association of which a director may be an officer or director is so interested, such fact shall be disclosed or shall have been known to the Board of Directors of the Corporation or a majority thereof, and any director of the Corporation who is also a director or officer of or interested in such other corporation or association, or who, or the firm of which he is a member, is so interested, may be counted in determining the existence of a quorum at the meeting of the Board of Directors of the Corporation which shall authorize, ratify, or confirm any such contract or transaction, and may vote thereat to authorize, ratify, or confirm any such contract or transaction as if he were not such a director or officer of such other corporation or association or not so interested or a member of a firm so interested.

(4) The enumeration and definition of a particular power of the Board of Directors included in the foregoing shall in no way be limited or restricted by reference to or inference from the terms of any other clause of this or any other article of the Charter of the Corporation, or construed as or deemed by inference or otherwise in any manner to exclude or limit any powers conferred upon the Board of Directors under the General Laws of the State of Maryland now or hereafter in force.

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ARTICLE VII - INDEMNIFICATION

(1) As used in this Article SEVENTH, any word or words that are defined in Section 2-418 of the Corporations and Associations Article of the Annotated Code of Maryland (the "Indemnification Section"), as amended from time to time shall have the same meaning as provided in the Indemnification Section.

(2) The Corporation shall indemnify a present or former director or officer of the Corporation in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section.

(3) With respect to any corporate representative other than a present or former director or officer, the Corporation may indemnify such corporate representative in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section; provided, however, that to the extent a corporate representative other than a present or former director or officer successfully defends on the merits or otherwise any proceeding referred to in subsections (b) or (c) of the Indemnification Section or any claim, issue or matter raised in such proceeding, the Corporation shall not indemnify such corporate representative other than a present or former director or officer under the Indemnification Section unless and until it shall have been determined and authorized in the specific case by (i) an affirmative vote at a duly constituted meeting of a majority of the Board of Directors who were not parties to the proceeding; or, (ii) an affirmative vote, at a duly constituted meeting of a majority of all the votes cast by stockholders who were not parties to the proceeding, that indemnification of such corporate representative other than a present or former director or officer is proper in the circumstances.

ARTICLE VIII - PREEMPTIVE RIGHTS

Except as may otherwise be provided by the Board of Directors of the Corporation, no holder of any shares of the stock of the Corporation shall have any pre-emptive right to purchase, subscribe for, or otherwise acquire any shares of stock of the Corporation of any class now or hereafter authorized, or any securities exchangeable for or convertible into such shares, or any warrants or other instruments evidencing rights or options to subscribe for, purchase or otherwise acquire such shares.

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Alex Joseph Curvet Esquire • P.O. Box 9158 • Columbia, Maryland 21045 • (301) 964-1941

CLERKS NOTARY
BEST COPY
AVAILABLE

BOOK 176 PAGE 313

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this
/ day of November, 1985.

WITNESS:

Candace S. Chapp

Alex Joseph Cservek (SEAL)
ALEX JOSEPH CSERVEK

STATE OF MARYLAND, COUNTY OF ANNE ARUNDEL, TO WIT:

I HEREBY CERTIFY that on this / day of November, 1985, before me, the
Subscriber, a Notary Public in and for the State and County aforesaid,
personally appeared ALEX JOSEPH CSERVEK and he acknowledged the foregoing
Articles of Incorporation to be his voluntary act and deed.

Candace S. Chapp
Notary Public

My Commission Expires: July 1, 1986.

CANDACE S. CHAPP
NOTARY PUBLIC
ANNE ARUNDEL CO., MD.

Alex Joseph Cservek Esquire • P.O. Box 9758 • Columbia, Maryland 21045 • (301) 964-1041

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CLERKS NOTATION
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BOOK 176 PAGE 314

02 Am

(52)

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME	MO.	DAY	YEAR
2:45	11	13	85
40	ORG. & CAP. FEE		
20	RECORDING FEE		
	LIMITED PARTNERSHIP FEE		
11	OTHER 100-5		
71	TOTAL CASH		
	CHECK		

APPROVED BY *[Signature]*

SK

Alex J. Cservek
517 Benfield Rd, #303
Severna Park, Md 21146

CERTIFIED
COPY MADE

NOV 13 2 45 PM '85

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CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 176 Page 315
ARTICLES OF INCORPORATION
OF
AJC REALTY, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 13, 1985 AT 02:45 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2761, FOLIO 321, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID
\$ 40

RECORDING FEE PAID
\$ 20

SPECIAL FEE PAID
\$

D2031235

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.

[Signature]



A 189552

2761 0321

BOOK 176 PAGE 316

ARTICLES OF INCORPORATION
OF
BLACK OFFICERS ASSOCIATION, INC.

OF THE
MARYLAND NATURAL RESOURCES POLICE

THIS IS TO CERTIFY:

That I, the subscriber, J. Isaiah Gilmer, whose post office address is 1139 Tyler Avenue, Annapolis, Maryland 21403, being of full legal age, desires to form a non-profit corporation, under and by virtue of the General Laws of the state of Maryland, authorizing the formation of corporations by the execution and filing of these Articles.

FIRST: The name of the Corporation (which is hereinafter called the "Corporation") shall be, "Black Officers Association, Inc. of the Maryland Natural Resources Police"

SECOND: The place in this state where the principal officer of the Corporation is to be located is Annapolis, Maryland, and the mailing address of the Corporation is 1139 Tyler Avenue, Annapolis, Maryland 21403. The name and post office address of the Resident Agent of the Corporation in Maryland is J. Isaiah Gilmer whose address is 1139 Tyler Avenue, Annapolis, Maryland 21403. Said Resident Agent is a citizen of Maryland and actually resides therein.

THIRD: Said Corporation is organized exclusively for charitable, religious, educational and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Law. For these purposes, the Corporation shall have the following powers:

(a) To receive gifts, contributions, bequests and devises of funds and other property and to hold, accrue, manage, administer, invest, sell and reinvest the same and use the income therefrom and the principal for such charitable, educational and scientific purposes as may, from time to time, be determined by the Board of Trustees of the Corporation.

(b) To acquire, establish and maintain institutions and agencies which may tend to advance the objectives of the Corporation, to contribute to the support of

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CLERK
RECEIVED FOR RECORD
CLERK COUNTY CLERK

BOOK 176 PAGE 317

charitable, religious, educational and scientific institutions and agencies, and to expend money for charitable, educational and scientific purposes.

(c) To invest and reinvest any principal or income in bonds, stocks, mortgages, real estate or any interest or estate therein, securities and other medium of investment without limitation, and to deal with and expend the income and the principal of the Corporation in such manner as in the absolute judgment of its Board of Trustees will best promote its objects and purposes.

(d) To borrow or raise money for any of the purposes of the Corporation.

(e) The above granted powers to the Corporation are in furtherance and not in limitation of the general powers conferred by law upon the Corporation.

(f) Expenditures from the income and principal of the Corporation shall be made as determined by the Board of Trustees of the Corporation and shall include but not be limited to the following specific uses and purposes:

Promotion of racial equality in hiring,
work conditions, advancement and promotion
within the Black Officers Association, Inc.
of the Maryland Natural Resources Police.

FOURTH: The property of the Corporation shall be held and its business managed and controlled by a Board of Trustees, the number of which shall be two and the names of the Trustees who shall act until the first annual meeting or until their successors are duly chosen and qualified are: J. Isaiah Gilmer and Marvin Jones.

Trustees may resign or be removed and vacancies may be filled as provided in the Bylaws of the Corporation.

FIFTH: No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its members, trustees, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article THIRD hereof. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting, to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public

BOOK 176 PAGE 318

office. Notwithstanding any other provision of these Articles, the Corporation shall not carry on (a) by a corporation exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

SIXTH: The Corporation shall not be authorized to issue capital stock, but shall have members upon such terms as shall be set forth in the Bylaws.

SEVENTH: The Corporation may, from time to time, amend its Articles of Incorporation to the extent and in a manner permitted by law and in the Bylaws; provided that no such amendment shall permit any conduct or activity by the Corporation or any distribution or application of net earnings or assets of the Corporation that would prevent it from obtaining or maintaining the tax exempt status under provisions of Section 501(c)(3) of the Internal Revenue Code and regulations thereunder as the same now exists or as they may be hereinafter amended from time to time.

EIGHTH: The duration of the Corporation shall be perpetual.

NINTH: Upon the dissolution of the Corporation, the Board of Trustees shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organization or organizations, organized and operated exclusively for charitable, religious, educational or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Trustees shall determine. Any of such assets not so disposed of shall be disposed of by the Circuit Court for Anne Arundel County, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

BOOK 176 PAGE 319

IN WITNESS WHEREOF, I have hereunto subscribed my name
this 12 day of April, 1985.

WITNESS:

Ellen Shiring J. Isaiah Gilmer
J. Isaiah Gilmer

STATE OF MARYLAND)

COUNTY OF ANNE ARUNDEL) to wit:

I HEREBY CERTIFY that on this 12 day of April, 1985
before me, the subscriber, a Notary Public in and for the State
and County aforesaid, personally appeared J. Isaiah Gilmer,
and acknowledged the foregoing Articles of Incorporation to be
his act and deed.

Ellen Shiring
Notary Public

My Commission Expires: 7/1/86

ELLEN SHIRING
NOTARY PUBLIC STATE OF MARYLAND
My Commission Expires July 1, 1986

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BOOK 176 PAGE 320

02 AB

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME	10:54	DAY	11	YEAR	1985
28	BONUS TAX				
28	RECORDING FEE				
	LIMITED PARTNERSHIP FEE				
	OTHER				
40	TOTAL CASH <input type="checkbox"/> CHECK <input checked="" type="checkbox"/>				
APPROVED BY <i>pen</i>					

11/13/85

SK

(52)

Alan Hilliard Legum
208 Duke of Gloucester St
P.O. Box 191
Annapolis, Md 21404

2761 0311

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CLERKS NOTATION
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BOOK 176 PAGE 321

ARTICLES OF INCORPORATION
OF
BLACK OFFICERS ASSOCIATION, INC. OF THE MARYLAND NATURAL
RESOURCES POLICE

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 13, 1985 AT 10:54 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2761, FOLIO 306, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID:
\$ 20

RECORDING FEE PAID:
\$ 20

SPECIAL FEE PAID:
\$

D2031201

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.

David W. Fisher



A 189549

2761 0306

BOOK 176 PAGE 322

HUNTERS TAVERN, INC.

A Maryland Close Corporation
Organized Pursuant to Title 4
of the Corporations and Associations
Article of the Annotated Code of Maryland

ARTICLES OF INCORPORATION

ARTICLE I: The undersigned, Laura R. Mevs, whose post office address is 70 East Street, Annapolis, Maryland 21401, being at least eighteen (18) years of age, does hereby form a corporation under and by virtue of the general laws of the State of Maryland.

ARTICLE II: The name of the Corporation (which is hereinafter called the "Corporation") is

HUNTERS TAVERN, INC.

ARTICLE III: The Corporation shall be a close corporation as authorized by Title 4 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended.

ARTICLE IV: The purposes for which the Corporation is formed are as follows:

A. To erect, construct, establish, purchase, lease and otherwise acquire, and to hold, use, equip, outfit, supply, service, maintain, operate, sell and otherwise dispose of, restaurants, inns, taverns, cafes, cafeterias, grills, automats, buffets, diners, delicatessens, lunch rooms, coffee shops, luncheonettes, ice cream parlors, candy stores, soda fountains, bakeries, kitchens, bars, salons, cocktail lounges, banquet halls, catering establishments, concessions and other eating and drinking places and establishments of every kind and description, and checkrooms, newsstands and cigar, cigarette, and tobacco stands and stores, and generally to conduct the business of restaurateurs, caterers, innkeepers, tobacconists, bakers, butchers, cooks, concessionaires, and purveyors, suppliers, preparers, servers and dispensers of food and drink, including alcoholic beverages; and to engage in all activities, to render all services, and to buy, sell, use, handle, and deal in all fixtures, machinery, apparatus, equipment, accessories, tools, materials, products, and merchandise incidental or related thereto, or of use therein.

1986 FEB 25 AM 9:12

E AUBREY COLLISON
CLERK

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BOOK 176 PAGE 323

To manufacture, produce, treat, purchase and otherwise acquire, cook, bake, and otherwise prepare, can, bottle and otherwise package and exchange, distribute, sell, and otherwise dispose of, handle, market, store, import, export, deal and trade in and with confections, extracts, syrups, food and food products of every kind and description, coffee, tea, cocoa, wines, liquors, ale, beer, sodas and other drinks and beverages of every kind and description, cigars, cigarettes, tobacco, and smoking supplies; and all similar, kindred, and allied articles, products and merchandise; and to do any and every act or acts, thing or things necessary or incident to, growing out of, or connected with the usual conduct of such business, businesses, or any of them, or any part or parts thereof, for the accomplishment of any such purposes.

B. To design, write, prepare, place, publish and display, in any manner, advertisements, advertising, public relations material, publicity and sales promotion material, and all other publicity devices and innovations of all kinds, for the above purpose or for any other purposes, for itself or for others.

C. To borrow or raise monies for any of the purposes of the Corporation and from time to time, without limit as to amount, to draw, make, accept, endorse, guarantee, execute and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures and other negotiable or non-negotiable instruments and evidences of indebtedness, and to secure the payment thereof and of the interest thereon by mortgage on or pledge, conveyance or assignment in trust of, the whole or any part of the assets of the Corporation, real, personal or mixed, including contract rights, whether at the time owned or thereafter acquired, and to sell, pledge, or otherwise dispose of such securities or other obligations of the Corporation for its corporate purposes.

D. To purchase, receive by way of gifts, subscribe for, invest in and in all other ways, acquire, import, lease, possess, maintain, handle on consignment, own, hold for investment

or otherwise use, exercise, operate, manage, conduct, perform, make, borrow, guarantee, contract in respect of, trade and deal in, sell, exchange, lend, let, export, mortgage, pledge, deed in trust, hypothecate, encumber, transfer, assign and in all other ways dispose of, design, develop, improve, equip, repair, alter, fabricate, assemble, build, construct, operate, manufacture, produce, market and in all other ways deal in and with property of every kind and character, real, personal or mixed, tangible or intangible, wherever situated and however held, and to exercise in respect thereof all of the rights, powers, privileges and immunities of individual owners or holders thereof.

E. To hire and employ agents, servants and employees, and to enter into agreements of employment and collective bargaining agreements, and to act as agent, contractor, trustee, factor or otherwise, either alone or in company with others, and to engage in any other lawful purpose and/or business and to do anything necessary, proper, advisable or convenient for the accomplishment of any of the purposes or the attainment of any of the objects, or the furtherance of any of the objects or powers herein set forth, and to do every other act and thing incidental thereto, calculated directly or indirectly to promote the interests of the Corporation or enhance the value of its property.

F. To do anything permitted by Section 2-103 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time. The matters expressed in each of the foregoing clauses shall not be limited by reference to or inference from the terms of any other clause, but shall be regarded as independent objects, purposes and powers and the enumeration of specific objects, purposes and powers shall not be construed to limit or restrict in any manner the general powers of the Corporation, nor shall the expression of one thing be deemed to exclude another not expressed, although it be of like nature.

BOOK 176 PAGE 325

ARTICLE V: The post office address of the principal office of the Corporation in this State is 1922 Carrollton Road, Annapolis, Maryland 21401. The name and post office address of the Resident Agent of the Corporation in Maryland is Carolle Carr, 1922 Carrollton Road, Annapolis, Maryland 21401. Said Resident Agent is an individual actually residing in this State.

ARTICLE VI: The total number of shares of capital stock which the Corporation has authority to issue is Five Thousand (5,000) shares of common stock, without par value, all of one class.

ARTICLE VII: The Corporation elects to have no Board of Directors. Until the election to have no Board of Directors becomes effective, there shall be three (3) directors, namely Carrolle Carr, Laura R. Mevs and Richard Sohmer.

ARTICLE VIII: As used in this Article VIII, any word or words that are defined in Section 2-418 of the Corporations and Associations Article of the Annotated Code of Maryland (the "indemnification section"), as amended from time to time, shall have the same meaning as provided in the indemnification section.

A. The Corporation shall indemnify a present or former director or officer of the Corporation in connection with a proceeding to the fullest extent permitted by and in accordance with the indemnification section.

B. With respect to any corporate representative other than a present or former director or officer, the Corporation may indemnify such corporate representative in connection with a proceeding to the fullest extent permitted by and in accordance with the indemnification section; provided, however, that to the extent a corporate representative other than a present or former director or officer successfully defends on the merits or otherwise any proceeding referred to in subsections (b) or (c) of the indemnification section or any claim, issue or matters raised in such proceeding, the Corporation shall not

BOOK 176 Page 326

indemnify such corporate representative other than a present or former director or officer under the indemnification section unless and until it shall have determined and authorized in the specific case by (i) an affirmative vote at a duly constituted meeting of a majority of the Board of Directors who are not parties to the proceeding; or (ii) an affirmative vote at a duly constituted meeting of a majority of all the votes cast by stockholders who are not parties to the proceeding, that indemnification of such corporate representative other than a present or former director or officer is proper in the circumstances.

ARTICLE IX: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 30th day of October, 1985, and I acknowledge the same to be my act.

Anthony J. Chundrig Witness Laura R. Mevs (SEAL)

STATE OF MARYLAND, COUNTY OF ANNE ARUNDEL, to wit:

I HEREBY CERTIFY that on this 30th day of October, 1985, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared LAURA R. MEVS, and acknowledged the execution of the foregoing Articles of Incorporation as her act and deed.

AS WITNESS my hand and Notarial Seal.

Anthony J. Chundrig
Notary Public

My Commission expires: 7/1/86

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BOOK 176 PAGE 327

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STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
TIME 11:10 MO. DAY YEAR 11-12-85

20	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED-PARTNERSHIP FEE
11	OTHER 100.50
51	TOTAL CASH <input type="checkbox"/> APPROVED BY
	CHECK <input checked="" type="checkbox"/> 295

Anthony Christhief
PO Box 1524
Annapolis, Md 21404

2761 0409

0000 6327

CLERKS NOTATION
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AVAILABLE

BOOK 176 PAGE 328

ARTICLES OF INCORPORATION
OF
HUNTERS TAVERN, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 12, 1985 AT 11:10 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2761, FOLIO 403, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID
\$ 20

RECORDING FEE PAID
\$ 20

SPECIAL FEE PAID
\$

D2031102

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.

[Signature]



A 189539

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BOOK 176 PAGE 329

BULLET MESSENGER SERVICE, INC.

A Maryland Close Corporation,
Organized Pursuant to Title 4 of the
Corporations and Associations Article of the
Annotated Code of Maryland

ARTICLES OF INCORPORATION

FIRST: I, RAYMOND EARL HEMERICH, whose post office address is 1613 Coralie Court, Pasadena, Maryland 21122, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereafter called the "Corporation") is BULLET MESSENGER SERVICE, INC..

THIRD: The Corporation shall be a close corporation as authorized by Title 4 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended.

FOURTH: The purposes for which the Corporation is formed are:

(1) To own, operate, maintain and conduct a messenger service; to acquire, by purchase or otherwise, construct, maintain and otherwise deal with land and submarine telegraphs (including in such expression telephones and all other contrivances for transmitting messages by any means), and also lands, works, buildings, and conveniences in any part of the world; to acquire, carry on, and deal with the undertakings, works, lands, property, and businesses of other messenger companies, and of companies and persons engaged in manufacturing, constructing, and laying down telegraph lines, instruments, machinery, wire, and other materials and things used with or appertaining to communication, and to make and carry into effect

FRAME, HALL &
DUVALL, P.A.
ATTORNEYS AT LAW
PASADENA PROF. BLDG.
3111 MOUNTAIN ROAD
PASADENA, MD 21122

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E. AUBREY COLLYSON
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BOOK 176 PAGE 330

working, traffic, and other agreements with governments, municipal and postal authorities, railway, shipping, telegraph, and other companies.

(2) To do anything permitted by Section 2-103 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time.

The foregoing enumeration of the purposes, objects and business of the corporation is made in furtherance, and not in limitation of the powers conferred upon the corporation by law, and is not intended by the mention of any particular purposes, object or business, in any manner to limit or restrict the generality of any purpose, object or business mentioned, or to limit or restrict any powers of the corporations.

FIFTH: The post office address of the principal office of the Corporation in this State is ^{1613 Coralie Court} P.O. Box ~~147~~, Pasadena, Maryland 21122. The name and post office address of the Resident Agent of the Corporation in this State is Raymond Earl Hemerich, ²¹¹²² 1613 Coralie Court, Pasadena, Maryland. Said Resident Agent is an individual actually residing in this State.

SIXTH: The corporation shall exist as a close corporation until such time as the stockholders, by unanimous consent, shall file Articles of Amendment to change such status all in accordance with Title 4, Corporations and Associations Article, Annotated Code of Maryland.

SEVENTH: The number of directors of the Corporation shall be two, which number may be increased or decreased pursuant to the By-Laws of the Corporation. The names of the directors who shall act until the first meeting or until their successors are duly chosen and qualified are Raymond E. Hemerich and Joan Hemerich.

FRAME, HALL &
DUVALL, P.A.
ATTORNEYS AT LAW
PASADENA PROF. BLDG.
3111 MOUNTAIN ROAD
PASADENA, MD 21122

BOOK 176 PAGE 331

EIGHTH: The total amount of authorized stock of the corporation is One Thousand (1,000) shares of stock of no par value.

The Board of Directors of the corporation is hereby empowered to authorize the issuance from time to time of shares of its stock, without par value, such consideration as the Board of Directors may deem advisable, irrespective of the value or the amount of such considerations, after first obtaining the unanimous approval of all stockholders of the corporation.

NINTH: The corporation, upon unanimous approval of the stockholders reserves the right to make from time to time any amendments of this charter which may now or hereafter be authorized by law.

TENTH: The corporation shall provide any indemnification required or permitted by Section 2-418 of the Corporation Article of the Annotated Code and shall indemnify directors, officers, agents and employees as follows:

(1) The corporation shall indemnify any director or officer of the Corporation who was or is a party or is threatened to be made a party to any threatened, pleading, or completed action, suit or proceeding, whether civil, criminal, administrative, or investigative (other than an action by or in the right of the corporation) by reason of the fact that he is or was such director, officer, employee, or agent of the corporation, or is or was serving at the request of the corporation as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise, against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him in connection with such action, suit or proceeding if he

FRAME, HALL &
DUVALL, P.A.
ATTORNEYS AT LAW
PASADENA PROF. BLDG.
3111 MOUNTAIN ROAD
PASADENA, MD 21122

BOOK 176 PAGE 332

acted in good faith and in a manner which he is reasonably believed to be in or not opposed to the best interests of the corporation, and with respect to any criminal action or proceeding, had no reasonable cause to believe his conduct was unlawful.

(2) The corporation shall indemnify any director or officer of the corporation who was or is a part or is threatened to be made a party to any threatened, pending, or completed action or suit by or in the right of the corporation to procure a judgment in its favor by reason of the fact that he is or was such a director, officer, employee, or agent of the corporation, or is or was serving at the request of the corporation as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust or other enterprise, against expenses (including attorneys' fees) actually and reasonably incurred by him in connection with the defense or settlement of such action or suit if he acted in good faith and in a manner he reasonably believed to be in or not opposed to the best interests of the corporation, except that no indemnification shall be made in respect to any claim, issue, or matter as to which such person shall have been adjudged to be liable for negligence or misconduct in the performance of his duty to the corporation unless and only to the extent that the Court in which such action or suit was brought, or any other Court having jurisdiction in the premises, shall determine upon application that, despite the adjudication of liability but in view of all circumstances of the case, such person is fairly and reasonably entitled to indemnify for such expense which such Court shall deem proper.

(3) To the extent that a director or officer of the corporation has been successful on the merits or otherwise in defense of any action, suit or proceeding referred to in paragraphs (1) and (2) of this Article TENTH or in defense of any claim, issue, or matter therein, he shall be indemnified against expense (including attorneys' fees) actually and reasonably

FRAME, HALL &
DUVALL, P.A.
ATTORNEYS AT LAW
PASADENA PROF. BLDG.
3111 MOUNTAIN ROAD
PASADENA, MD 21122

BOOK 176 PAGE 333

incurred by him in connection therewith, without the necessity for the determination as to the standard of conduct as provided in paragraph (4) of this Article TENTH.

(4) Any indemnification under paragraph (1) and (2) of this Article TENTH (unless ordered by a court) shall be made by the corporation only as authorized in the specific case upon a determination that indemnification of the director or officer is proper in the circumstances because he has met the applicable standard of conduct set forth in paragraph (1) or (2) of this Article TENTH. Such determination shall be made: (a) by the Board of Directors of the Corporation by a majority vote of a quorum consisting of directors who were not parties in such action, suit, or proceedings, or (b) if such a quorum of disinterested directors so directs, by independent legal counsel (who may be regular counsel for the corporation) in a written opinion; and any determination so made shall be conclusive.

(5) Expenses incurred in defending a civil or criminal action, suit or proceeding may be paid by the Corporation in advance of the final disposition of such action, suit or proceeding, as authorized by the Board of Directors in the specific case, upon receipt of an undertaking by or on behalf of the director or officer to repay such amount unless it shall ultimately be determined that he is entitled to be indemnified by the corporation as authorized in this Section.

(6) Agents and employees of the corporation who are not directors or officers of the corporation may be indemnified under the same standards and procedures set forth above, in the discretion of the Board of Directors of the Corporation.

(7) Any indemnification pursuant to this Article TENTH shall not be deemed exclusive of any rights to which those indemnified may be entitled and shall continue as to a person who has ceased to be a director or officer and shall inure to the benefit of the heirs and personal representatives of such a person.

FRAME, HALL &
DUVALL, P.A.
ATTORNEYS AT LAW
PASADENA PROF. BLDG.
3111 MOUNTAIN ROAD
PASADENA, MD 21122

BOOK 176 PAGE 334

ELEVENTH: The duration of the corporation shall be perpetual.

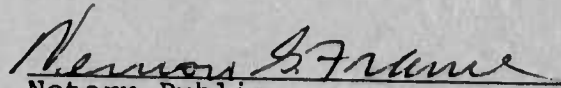
IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 31ST day of OCTOBER, 1985, and I acknowledge the same to be my act.


RAYMOND EARL HEMERICH

STATE OF MARYLAND, COUNTY OF ANNE ARUNDEL, to Wit:

I HEREBY CERTIFY that on this 31 day of October, 1985, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared RAYMOND EARL HEMERICH and he acknowledged the foregoing Articles of Incorporation to be his act and deed.

WITNESS my hand and notarial seal the day and year above written.


Notary Public

My Commission Expires:
July 1, 1986

FRAME, HALL &
DUVALL, P.A.
ATTORNEYS AT LAW
PASADENA PROF. BLDG.
3111 MOUNTAIN ROAD
PASADENA, MD 21122

2761 0378

CLERKS NOTATION
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AVAILABLE

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Carroll
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8 pages

BOOK 176 Page 335

BULLET MESSENGER SERVICE, INC.
ARTICLES OF INCORPORATION
(A Maryland Close Corpor-
ation)

28
02

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
TIME 8:30 MO. DAY YEAR
11-12-85

28	ORG. & CAP. FEE
23	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
42	TOTAL CASH <input type="checkbox"/> APPROVED BY
	TOTAL CHECK <input checked="" type="checkbox"/> 85

FRAME, HALL & DEVALLE, P.A.
ATTORNEYS AT LAW
PASADENA PROFESSIONAL BLDG.
3111 MOUNTAIN ROAD
PASADENA, MARYLAND 21122

Stake

NOV -1 A 9:59

2761 0379

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CLERKS NOTATION
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BOOK 176 Page 336

ARTICLES OF INCORPORATION
OF
BULLET MESSENGER SERVICE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 12, 1985 AT 08:30 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2761 , FOLIO 7 372 , OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID
\$ 20

RECORDING FEE PAID
\$ 22

SPECIAL FEE PAID
\$

D2031052

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.



A 189534

2761 0372

BOOK 176 PAGE 337

GKS CORPORATION

ARTICLES OF INCORPORATION

FIRST: The undersigned, Paul E. Tomlinson, whose address is 968 Summerhill Drive, Gambrills, Maryland 21054, being at least eighteen (18) years of age, does hereby act as incorporator with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the "Corporation") is

GKS CORPORATION

THIRD: The purposes for which the Corporation is formed are as follows:

(a) To acquire one or more franchises and to operate, as franchisee, one or more businesses and to carry on any and all business activities permitted by law; and

(b) To do anything permitted by Md. Corp. & Assn's Code Ann., Section 2-103, as amended from time to time.

FOURTH: The post office address of the principal office of the Corporation is 968 Summerhill Drive, Gambrills, Maryland 21054. The name and post office address of the Resident Agent of the Corporation in this State is Paul E. Tomlinson, 968 Summerhill Drive, Gambrills, Maryland 21054. Said Resident Agent is a citizen of this State and actually resides herein.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is Ten Thousand (10,000) shares of the par value of One Dollar (\$1.00) per share or an aggregate par value of Ten Thousand Dollars (\$10,000.00), all of one class.

SIXTH: The number of Directors of the Corporation shall be three (3), which number may be increased pursuant to the By-Laws of the Corporation, but shall never be less than three (3) (provided, however, that if there is stock outstanding and so long as there are less than three (3) stockholders, the number of Directors may be less than three (3) but not less than the number of stockholders); and the names of the Directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are Charles Kropp, William Grauel and Joseph Stonik.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the Directors and Stockholders:

RECEIVED FOR RECORD
CLERK OF COURT
BALTIMORE COUNTY

1986 FEB 25 AM 9:12

E AUBREY COLLISON
CLERK

53188077

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2761 0368

0000 0337

BOOK 176 Page 338

(a) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized; and may classify or reclassify any unissued shares by fixing or altering in any one or more respects, from time to time before issuance of such shares or securities, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of the redemption of, and the conversion rights of such shares or securities.

(b) No contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the Directors or officers of this Corporation are pecuniarily or otherwise interested in, or are Directors or officers of, such other corporation; and Directors or officers of this Corporation individually, or any firm of which any Director or officer of this Corporation may be a member, may be party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, and any Director or officer of this Corporation who is also a Director or officer of such other Corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with like force and effect as if he were not such Director or officer of such other corporation or not so interested; provided that there has been full compliance with the provisions of Md. Corp. & Assn's Code Ann., Section 2-419, as amended from time to time.

(c) (1) As used in this paragraph of Article SEVENTH, any word or words that are defined in Md. Corp. & Assn's Code Ann., Section 2-418, as amended from time to time (the "Indemnification Section"), shall have the same meaning as provided in the Indemnification Section.

(2) The Corporation shall indemnify a present or former director or officer of the Corporation in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section.

(3) With respect to any corporate representative other than a present or former director or officer, the Corporation may indemnify such corporate representative in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section; provided, however, that to the extent a corporate representative other than a present or former director or officer successfully defends on the merits or otherwise any proceeding referred to in subsections (b) or (c) of the Indemnification Section or any claim, issue or matter raised in such proceeding, the

2761 0369

BOOK 176 PAGE 339

Corporation shall not indemnify such corporate representative other than a present or former director or officer under the Indemnification Section unless and until it shall have been determined and authorized in the specific case by (i) an affirmative vote at a duly constituted meeting of a majority of the Board of Directors who were not parties to the proceeding; or (ii) an affirmative vote, at a duly constituted meeting of a majority of all the votes cast by stockholders who were not parties to the proceeding, that indemnification of such corporate representative other than a present or former director or officer is proper in the circumstances.

(d) Except as may otherwise be provided by the Board of Directors from time to time, no holder of any shares of the stock of the Corporation shall have any pre-emptive right to subscribe for, purchase or otherwise acquire any shares of stock of the Corporation of any class, or any securities exchangeable for or convertible into such shares, or any warrants or other instruments evidencing rights or options to subscribe for, purchase or otherwise acquire such shares, whether now or hereafter authorized.

(e) Notwithstanding any provision of law now or hereafter in effect requiring a greater proportion than a majority of the votes of all classes or of any class of stock entitled to be cast, to take or authorize any action, such action shall be valid and effective if taken or authorized upon the concurrence of a majority of the aggregate number of votes entitled to be cast thereon.

The enumeration and definition of a particular power of the Board of Directors included in the foregoing shall in no way be limited or restricted by reference to or inference from the terms of any other clause of this or any other Article of the Charter of the Corporation, or construed as or deemed by inference or otherwise in any manner to exclude or limit any powers conferred upon the Board of Directors under the General Laws of the State of Maryland now or hereafter in force.

IN WITNESS WHEREOF, the undersigned incorporator has signed these Articles of Incorporation on this day of November, 1985, acknowledging the same to be his act.

WITNESS:

2761 0370

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BOOK 176 PAGE 340

CERTIFIED
COPY MADE

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STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 3:52 M.O. 11 DAY 12 YEAR 85

20	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
9	OTHER 100
49	TOTAL CASH <input type="checkbox"/> CHECK <input checked="" type="checkbox"/>
	APPROVED BY <i>pm</i>

(52)

stk

Ober, Kaler, Grimes & Shriver

1600 Md. National Bank Bldg

Balto, Md 21202

NOV 12 1985

2761 0371

0000 0340

CLERKS NOTATION
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AVAILABLE

BOOK 176 Page 341
ARTICLES OF INCORPORATION
OF
GKS CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 12, 1985 AT 03:52 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2761, FOLIO 367, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID
\$ 20

RECORDING FEE PAID
\$ 20

SPECIAL FEE PAID
\$

D2031045

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.

Richard W. Fink



A 189533

2761 0367

BOOK 176 PAGE 342

PT MANAGEMENT INCORPORATED

ARTICLES OF INCORPORATION

FIRST: The undersigned, Paul E. Tomlinson, whose address is 968 Summerhill Drive, Gambrills, Maryland 21054, being at least eighteen (18) years of age, does hereby act as incorporator with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the "Corporation") is

PT MANAGEMENT INCORPORATED

THIRD: The purposes for which the Corporation is formed are as follows:

(a) To provide management services and to carry on any and all business activities permitted by law; and

(b) To do anything permitted by Md. Corp. & Assn's Code Ann., Section 2-103, as amended from time to time.

FOURTH: The post office address of the principal office of the Corporation is 2133 Defense Highway, Crofton, Maryland 21114. The name and post office address of the Resident Agent of the Corporation in this State is Paul E. Tomlinson, 968 Summerhill Drive, Gambrills, Maryland 21054. Said Resident Agent is a citizen of this State and actually resides herein.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is Ten Thousand (10,000) shares of the par value of One Dollar (\$1.00) per share or an aggregate par value of Ten Thousand Dollars (\$10,000.00), all of one class.

SIXTH: The number of Directors of the Corporation shall be three (3), which number may be increased pursuant to the By-Laws of the Corporation, but shall never be less than three (3) (provided, however, that if there is stock outstanding and so long as there are less than three (3) stockholders, the number of Directors may be less than three (3) but not less than the number of stockholders); and the names of the Directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are Charles Kropp, William Grauel and Joseph Stonik.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the Directors and Stockholders:

RECEIVED FOR RECORD
CLERK, CL. & COUNTY

1986 FEB 25 AM 9:13

E. AUDREY COLLISON
CLERK

53188075

53188076 0363

0000 0342

BOOK 176 PAGE 343

(a) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized; and may classify or reclassify any unissued shares by fixing or altering in any one or more respects, from time to time before issuance of such shares or securities, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of the redemption of, and the conversion rights of such shares or securities.

(b) No contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the Directors or officers of this Corporation are pecuniarily or otherwise interested in, or are Directors or officers of, such other corporation; and Directors or officers of this Corporation individually, or any firm of which any Director or officer of this Corporation may be a member, may be party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, and any Director or officer of this Corporation who is also a Director or officer of such other Corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with like force and effect as if he were not such Director or officer of such other corporation or not so interested; provided that there has been full compliance with the provisions of Md. Corp. & Assn's Code Ann., Section 2-419, as amended from time to time.

(c) (1) As used in this paragraph of Article SEVENTH, any word or words that are defined in Md. Corp. & Assn's Code Ann., Section 2-418, as amended from time to time (the "Indemnification Section"), shall have the same meaning as provided in the Indemnification Section.

(2) The Corporation shall indemnify a present or former director or officer of the Corporation in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section.

(3) With respect to any corporate representative other than a present or former director or officer, the Corporation may indemnify such corporate representative in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section; provided, however, that to the extent a corporate representative other than a present or former director or officer successfully defends on the merits or otherwise any proceeding referred to in subsections (b) or (c) of the Indemnification Section or any claim, issue or matter raised in such proceeding, the

BOOK 176 Page 344

Corporation shall not indemnify such corporate representative other than a present or former director or officer under the Indemnification Section unless and until it shall have been determined and authorized in the specific case by (i) an affirmative vote at a duly constituted meeting of a majority of the Board of Directors who were not parties to the proceeding; or (ii) an affirmative vote, at a duly constituted meeting of a majority of all the votes cast by stockholders who were not parties to the proceeding, that indemnification of such corporate representative other than a present or former director or officer is proper in the circumstances.

(d) Except as may otherwise be provided by the Board of Directors from time to time, no holder of any shares of the stock of the Corporation shall have any pre-emptive right to subscribe for, purchase or otherwise acquire any shares of stock of the Corporation of any class, or any securities exchangeable for or convertible into such shares, or any warrants or other instruments evidencing rights or options to subscribe for, purchase or otherwise acquire such shares, whether now or hereafter authorized.

(e) Notwithstanding any provision of law now or hereafter in effect requiring a greater proportion than a majority of the votes of all classes or of any class of stock entitled to be cast, to take or authorize any action, such action shall be valid and effective if taken or authorized upon the concurrence of a majority of the aggregate number of votes entitled to be cast thereon.

The enumeration and definition of a particular power of the Board of Directors included in the foregoing shall in no way be limited or restricted by reference to or inference from the terms of any other clause of this or any other Article of the Charter of the Corporation, or construed as or deemed by inference or otherwise in any manner to exclude or limit any powers conferred upon the Board of Directors under the General Laws of the State of Maryland now or hereafter in force.

IN WITNESS WHEREOF, the undersigned incorporator has signed these Articles of Incorporation on this day of November, 1985, acknowledging the same to be his act.

WITNESS:

Thomas Spencer Paul E. Bauler

2761 0365

BOOK 176 Page 345

CERTIFIED
COPY MADE

02 Ad.

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME MO. DAY YEAR
3:52 11 12 85

20	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
9	OTHER ICC-8
49	TOTAL CASH <input checked="" type="checkbox"/> APPROVED BY
	CHECK <input checked="" type="checkbox"/> Ben

stk

(52)

9.00 cash

Ober, Kaler, Grimes + Shurci
1600 Md National Bank Bldg
Baltimore, Md 21202

25 NOV 12 PM 3:52

2761 0366

0000 0345

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 176 PAGE 346
ARTICLES OF INCORPORATION
OF
PT MANAGEMENT INCORPORATED

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 12, 1985 AT 03:52 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2761, FOLIO 322, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID
\$ 20

RECORDING FEE PAID
\$ 20

SPECIAL FEE PAID:
\$

D2031037

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.

Richard W. Fisher



A 189532

2761 0362

BOOK 176 PAGE 347

ARTICLES OF INCORPORATION

OF

EAGLE HILL COMMUNITY ASSOCIATION, INC.

THIS IS TO CERTIFY:

FIRST: That I, the subscriber, William N. Scherer, Jr., whose post office address is 24 Crain Highway, S.W., Glen Burnie, Maryland 21061, being at least eighteen years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate myself with the intention of forming a corporation by the execution and filing of these articles.

SECOND: That the name of the corporation (which is hereinafter called the "Corporation") is :

EAGLE HILL COMMUNITY ASSOCIATION, INC.

THIRD: The purpose for which the corporation is formed is as follows:

To manage the property and operate the affairs of the Association in the best interests of its members and to have and exercise any and all powers and privileges now or hereafter conferred by the Laws of the State of Maryland upon corporations.

FOURTH: The post office address of the principal office of the Corporation is 24 Crain Highway, S.W., Glen Burnie, Maryland 21061. The resident agent of the Corporation is William N. Scherer, Jr. whose post office address is 24 Crain Highway, S.W., Glen Burnie, Maryland 21061. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The Corporation shall be without capital stock and will not be operated for profit.

SIXTH: The number of directors of the Corporation shall be three (3).

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 FEB 25 AM 9:13

E. AUBREY COLLISON
CLERK

53188090
53188091

0000 0347

BOOK 176 PAGE 348

which number may be increased pursuant to the By-Laws of the Corporation, but shall never be less than three (3). The directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are: William N. Scherer, Jr., Kathryn Bross, and Dennis W. Beuerle.

SEVENTH: The duration of the Corporation shall be perpetual.

EIGHTH: In the event of the liquidation or dissolution of the Corporation, its assets shall be distributed and paid over only to organizations which are described in Section 501(c)(3) of the Internal Revenue Code of 1954 and which are exempt from taxation under Section 501(a), or shall be distributed by a Court having jurisdiction in such matters to another organization to be used in such manner as in the judgment of the Court will best accomplish the general purposes for which the Corporation is organized.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on the 12th day of November, 1985.

Donna M. Harris
Witness

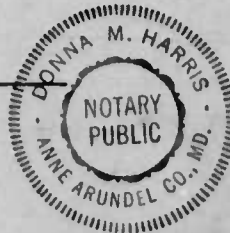
William N. Scherer, Jr. (SEAL)

STATE OF MARYLAND, ANNE ARUNDEL COUNTY, to wit:

I HEREBY CERTIFY, that on this 12th day of November, 1985, before, me the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared William N. Scherer, Jr. who acknowledged the foregoing Articles of Incorporation to be his act.

IN WITNESS WHEREOF, I hereunto set my hand and notarial seal the day and year last above written.

Donna M. Harris
Notary Public



My Commission Expires:
July 1, 1986

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 176 PAGE 349

*Certified
copies made*

(32) 20

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION APPROVED FOR RECORD	
DATE	MO. DAY YEAR
3.27	11 12 85
20	ORG. & CAP. FEE
20	RECORDING FEE
8	LIMITED PARTNERSHIP FEE
8	OTHER 100-2
48	TOTAL CASH <input type="checkbox"/> APPROVED BY
	TOTAL CHECK <input checked="" type="checkbox"/> PCN

month

SCHERER & CUTLER
ATTORNEYS AT LAW
24 CRAIN HIGHWAY, S. W.
GLEN BURNIE, MARYLAND 21061
TELEPHONE:
AREA CODE 301 766-0464

NOV 12 P 3 27

2761 0361

000005349

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 176 Page 350
ARTICLES OF INCORPORATION
OF
EAGLE HILL COMMUNITY ASSOCIATION, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 12, 1985 AT 03:27 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2761, FOLIO 338, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID:
\$ 20

RECORDING FEE PAID:
\$ 20

SPECIAL FEE PAID:
\$

D2031029

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.



A 189531

2761-0358

BOOK 176 PAGE 351

MCGOVERN ASSOCIATES HEALTH SERVICES LTD.

ARTICLES OF INCORPORATION

FIRST: The undersigned, Lois A. McGovern, whose post office address is 11-A-1 Spa Creek Landing, Searwater, Annapolis, Maryland 21403, being at least twenty-one years of age, does hereby form a corporation under the general laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the Corporation) is MCGOVERN ASSOCIATES HEALTH SERVICES LTD.

THIRD: The purposes for which the Corporation is formed are as follows:

(a) To own, lease, develop, or otherwise acquire, and to manage nursing homes, domiciliary care homes, convalescent homes and other health care related facilities and services.

(b) To manufacture, purchase or otherwise acquire and to hold, own, mortgage or otherwise lien, pledge, lease, sell, assign, exchange, transfer or in any manner dispose of, and to invest, deal and trade in and with goods, wares, merchandise and personal property of any and every class and description, within or without the State of Maryland.

(c) To acquire the good will, rights and property and to undertake the whole or any part of the assets and liabilities of any person, firm, association or corporation; to pay for the same in cash, the stock of this company, bonds or otherwise; to hold or in any manner to dispose of the whole or any part of any business so acquired and to exercise all the powers necessary or convenient in and about the conduct and management of such business.

1986 FEB 25 AM 9:13

E. AUBREY COLLISON
CLERK

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BOOK 176 PAGE 352

(d) To guarantee, purchase or otherwise acquire, hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of shares of the capital stock, bonds or other evidences of indebtedness created by other corporations and while the holder of such stock to exercise all the rights and privileges of ownership, including the right to vote thereon, to the same extent as a natural person might or could do.

(e) To enter into, make and perform contracts of every kind for any lawful purpose with any person, firm, association or corporation, town, city, county, body politic, state, territory, government or colony or dependency thereof.

(f) To borrow money for any of the purposes of the corporation and to draw, make, accept, endorse, discount, execute, issue, sell, pledge or otherwise dispose of promissory notes, drafts, bills of exchange, warrants, bonds, debentures and other negotiable or non-negotiable, transferable or non-transferable instruments and evidences of indebtedness and to secure the payment thereof and the interest thereon by mortgage or pledge, conveyance or assignment in trust of the whole or any part of the property of the corporation at the time owned or thereafter acquired.

(g) To purchase, hold, sell and transfer the shares of its capital stock.

(h) To have one or more offices and to conduct any or all of its operations and business and to promote its objects, within or without the State of Maryland, without restrictions as to place or amount.

(i) The Corporation is expressly authorized to do all and everything necessary, suitable lawful and proper for the accomplishment of any of the purposes or the attainment of any of the objects set forth herein, in any state, district, territory or possession of the United States or any foreign country,

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BOOK 176 PAGE 353

and to the same extent as natural persons might or could do, either alone, in cooperation with, or through the agency of other cooperations, organizations, foundations, institutions, governmental bodies or individuals, and to do every other act or acts, thing or things incidental or appurtenant to or growing out of or connected with the aforesaid objects or purposes or any part or parts thereof, and to do all things not forbidden by the laws of the State of Maryland and with all the powers conferred upon corporations by the laws of said State.

✓ FOURTH: The post office address of the principal office of the Corporation in Maryland is 11-A-1 Spa Creek Landing, Shearwater, Annapolis, Maryland 21403. The name and post office address of the resident agent of the Corporation in Maryland is: Lois A. McGovern, 11-A-1 Spa Creek Landing, Shearwater, Annapolis, Maryland 21403. The said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The TOTAL number of shares of stock which the Corporation has authority to issue is 500,000 shares of the par value of .10 a share, all of one class, and having an aggregate par value of \$50,000.00.

SIXTH: The number of the directors of the Corporation shall be three (3), which number may be increased or decreased pursuant to the by-laws of the Corporation, and so long as there are less than three (3) stockholders, the number of directors may be less than three (3) but not less than the number of stockholders, and the name of the director who shall act until the first meeting or until successors are duly chosen and qualified is: Lois A. McGovern, R.N., M.S., L.N.H.A.

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BOOK 176 PAGE 354

SEVENTH: (a) Provisions for the regulations of the internal affairs of the Corporation shall be determined and fixed by the By-Laws adopted by the Board of Directors, and the power to alter, amend, or repeal the By-Laws or adopt new By-Laws shall be vested in the Board of Directors; except that at all times, and notwithstanding any changes in name, merger, consolidation, reorganization, termination, dissolution, or winding up of this Corporation, or by operation of law, or any other provisions hereof, the Corporation shall not possess or exercise any power or authority either expressly, by interpretation, or by operation of law that will prevent it at any time from qualifying and continuing to qualify as a Corporation described in the Annotated Code of Maryland, or corresponding provisions of any subsequent Federal tax laws, nor shall it engage directly or indirectly in any activity which would cause the loss of such qualification.

(b) The Corporation reserves the right to amend, change or repeal any provision contained in these Articles in the manner now or hereafter prescribed by statute; provided, however, that any such action shall be calculated exclusively to carry out the objects and purposes for which the Corporation is formed, and all rights herein conferred are granted subject to this reservation.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation and severally acknowledge the same to be my act this 12th day November 1985.

WITNESS:

Lois A. McGovern
Lois A. McGovern, RN. MS. L.N.H.A.

2760 2267

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BOOK 176 PAGE 355

(02)

18

Stock

(52)

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 2:24 MO. DAY YEAR
11-12-85

20	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL CASH <input type="checkbox"/> APPROVED BY
	CHECK <input checked="" type="checkbox"/> <i>gs</i>

Zoi's McGovern
11 A-1 Spa Creek landing
Shearwater, Annapolis, Md 21403

2760 2268

0000 0355

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 176 145 356

ARTICLES OF INCORPORATION
OF
MCGOVERN ASSOCIATES HEALTH SERVICES LTD.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 12, 1985 AT 02:24 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2760 , FOLIO 2263 , OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID
\$ 20

RECORDING FEE PAID:
\$ 20

SPECIAL FEE PAID:
\$

D2030674

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.



A 189528

2760 2263

BOOK 176 PAGE 357

BAY COUNTRY PHOTO, INC.

ARTICLES OF INCORPORATION

FIRST: I, Al Yoviene, whose post office address is 701 Evelyn Ave., Linthicum, Maryland 21090, being at least 18 years of age, am hereby forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereafter referred to as the "Corporation") is Bay Country Photo, Inc.

THIRD: The purposes for which the Corporation is formed are:

(1) To engage in the development of films and sale of photo equipment and supplies; and to engage in any other lawful purpose and/or business.

(2) To do anything permitted by Section 2-103 of the Corporations and Association Article of the Maryland Annotated Code, as amended from time to time.

✓ FOURTH: The post office address of the principal office of the Corporation in this State is, 701 Evelyn Ave., Linthicum, Maryland 21090. The name and post office address of the Resident Agent of the Corporation in this State is, Al Yoviene, 701 Evelyn Ave., Linthicum, Maryland 21090. Said Resident Agent is an individual actually residing in this State.

FIFTH: The total number of shares of capital stock which the Corporation has authority to issue is Four thousand (4,000) share of Common Stock, without par value, all of one class.

SIXTH: The number of directors of the Corporation shall be two (2), which number may be increased pursuant to the By-Laws of the

RECEIVED
COURT, A.A. COUNTY
1986 FEB 25 AM 9:14
E. AUBREY COLLISON
CLERK

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BOOK 176 PAGE 358

Corporation but shall never be less than the number of stockholders of the Corporation. The name of the directors who shall act until the first annual meeting or until their successor are duly chosen and qualified are:

H. WILLIAM GARDNER

AL YOVINE

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

(1) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class or classes, whether now or hereafter authorized.

(2) The Board of Directors of the Corporation may classify or reclassify any unissued shares by fixing or altering in any one or more respects from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the time and prices of redemption of, and the conversion rights of, such shares.

The enumeration and definition of a particular power of the Board of Directors included in the foregoing shall in no way be limited or restricted by reference to or inference from the terms of any other clause of this or any other Article of the Articles of Incorporation of the Corporation, or construed as or deemed by inference or otherwise in any manner to exclude or limit any powers conferred upon the Board of Directors under the General Laws of the State of Maryland now or hereafter in force.

BOOK 176 Page 359

EIGHTH :

(1) The Corporation shall indemnify any director or officer of the Corporation who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative (other than action by or in the right of the Corporation) by reason of the fact that he is or was such a director or officer or any employee or agent of the Corporation, or is or was serving at the request of the Corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust, or other enterprise, against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him in connection with such action, suit or proceeding if he acted in good faith and in a manner which he reasonably believed to be in or not opposed to the best interests of the Corporation, and, with respect to any criminal action or proceeding, had no reasonable cause to believe that his conduct was unlawful.

(2) The Corporation shall indemnify any director or officer of the Corporation who was or is a party or is threatened to be made a party to any threatened, pending or completed action or suit by or in the right of the Corporation to procure a judgment in its favor by reason of the fact that he is or was such a director of, officer or an employee or agent of the Corporation, or is or was serving at the request of the Corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, against expenses (including attorneys' fees) actually and reasonably incurred by him in connection with the defense or settlement of such action or suit if he acted in good faith and in a manner he reasonably believed to be in or not opposed to the best interests of the

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Corporation, except that no indemnification shall be made in respect of any claim, issue or matter as to which such person shall have been adjudged to be liable for negligence or misconduct in the performance of his duty to the Corporation unless and only to the extent that the court in which such action or suit was brought, or any other court having jurisdiction in the premises, shall determine upon application that, despite the adjudication of liability but in view of all circumstances of the case, such person is fairly and reasonably entitled to indemnity for such expense which such court shall deem proper.

(3) To the extent that a director or officer of the Corporation has been successful on the merits or otherwise in defense of any action, suit or proceeding referred to in paragraphs (1) or (2) of this Article Eighth or in defense of any claim, issue or matter therein, he shall be indemnified against expenses (including attorneys' fees) actually and reasonably incurred by him in connection therewith, without the necessity for the determination as to the standard of conduct as provided in paragraph (4) of this Article Eighth.

(4) Any indemnification under paragraphs (1) or (2) of this Article Eighth (unless ordered by a court) shall be made by the Corporation only as authorized in the specific case upon a determination that indemnification of the director or officer is proper in the circumstances because he has met the applicable standard of conduct set forth in paragraphs (1) or (2) of this Article Eighth. Such determination shall be made (a) by the Board of Directors of the Corporation by a majority vote of a quorum consisting of directors who were not parties to such action, suit or proceeding, or (b) if such a quorum is not obtainable, or even if obtainable, if such a quorum of disinterested directors so directs, by independent legal counsel (who may be regular counsel for the

BOOK 176 Page 361

Corporation) in a written opinion; and any determination so made shall be conclusive.

(5) Expenses incurred in defending a civil or criminal action, suit or proceeding may be paid by the Corporation in advance of the final disposition of such action, suit or proceeding, as authorized by the Board of Directors in the specific case, upon receipt of an undertaking by or on behalf of the director or officer to repay such amount unless it shall ultimately be determined that he is entitled to be indemnified by the Corporation as authorized in Section.

(6) Agents and employees of the Corporation who are not directors or officers of the Corporation may indemnified under the same standards and procedures set forth above, in the discretion of the Board of Directors of the Corporation.

(7) Any indemnification pursuant to this Article Eight shall not be deemed exclusive of any rights to which those indemnified may be entitled and shall continue as to a person who has ceased to be a director or officer and shall inure to the benefit of the personal representatives and assigns of such a person.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on this 1st day of October 1985 and acknowledge same to be my act.

Al Yoviene

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BOOK 176 Page 362

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STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 10:21 MO. DAY YEAR 11-12-85

Stock

20	ORG. & CAP. FEE
80	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL CASH <input type="checkbox"/> APPROVED BY
	CHECK <input checked="" type="checkbox"/> 290

Al Goorine
701 Evelyn Ave
Linthicum, Md 21090

2760 2234

0000 0362

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 363

ARTICLES OF INCORPORATION
OF
BAY COUNTRY PHOTO, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 12, 1985 AT 10:21 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2760 , FOLIO 2228 , OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID
\$ 20

RECORDING FEE PAID
\$ 20

SPECIAL FEE PAID
\$

D2030625

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.

[Signature]



A 189523

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BOOK 176 PAGE 364

DALE E. BOLLINGER DUMP TRUCK SERVICE, INC.

A Maryland Close Corporation

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

That we, the subscribers; DALE ELLWOOD BOLLINGER, whose post office address is 502 Southview Drive, Riva, Maryland 21140 and ROBERTA REAY BOLLINGER whose post office address is 502 Southview Drive, Riva, Maryland 21140 both being of full legal age, do under and by virtue of the General Corporation Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a Close Corporation.

ARTICLE I - NAME

The name of the Corporation (which is hereafter referred to as the Corporation) is:

DALE E. BOLLINGER DUMP TRUCK SERVICE, INC.

ARTICLE II - PURPOSE

The purpose for which the Corporation is formed and the business and objects to be carried on and promoted by it are as follows:

(1) To operate a dump truck hauling service business in general to do every act and thing commonly done by a dump truck hauling service business and everything necessary, suitable, and proper for the accomplishment of any of the purposes herein set forth.

(2) To acquire, hold, sell, assign, transfer, mortgage,

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CIRCUIT COURT, A.A. COUNTY

1986 FEB 25 AM 9:14

E. AUBREY COLLISON
CLERK

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BOOK 176 PAGE 365

pledge, or otherwise dispose of any and all equipment necessary for the operation of the Corporation.

(3) To acquire, hold, own, dispose of, and generally deal in and deal with any and all grants, options, licenses, concessions, franchises, and contracts or any interest therein or rights appertaining thereto; to cause to be formed and to create and to aid in anyway in the formation of any corporation, domestic or foreign.

(4) To acquire and pay for in cash, stock, or bonds of the Corporation or otherwise, the goodwill, trade marks, copyrights, rights, franchises, assets, and property, in whole or in part, of any person or corporation, as a going concern or otherwise, and/or to undertake to assume the whole or any part of the obligations or liability of any person, firm, association, or corporation insofar as may be permitted by said laws of the State of Maryland; to hold or in any manner to dispose of the whole or any part of the property so purchased; to conduct in any lawful manner the whole or any part of any business so acquired; and to exercise all the powers necessary or convenient in and about the conduct and management of such business.

(5) To purchase or otherwise acquire, hold, own, lease, or otherwise obtain and sell, mortgage, or otherwise dispose of and deal in real property, wheresoever situated and whether improved or unimproved and however improved, and any and all interests therein; and improve, alter, and/or rebuild the same in any way; to construct, purchase, or otherwise dispose of any and all works, plants, and buildings of every kind and description.

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BOOK 176 PAGE 366

(6) To borrow money, issue bonds, debentures, notes, and other obligations, secured and unsecured, for monies borrowed or in payment for property acquired or for any other objects and purposes of the Corporation in connection with transaction of any part of its business. To guarantee the payment of principal and interest upon bonds or other performances of the contracts or other obligations of any other corporation, co-partnership, or individual insofar as and to the full extent permitted by the said laws of the State of Maryland.

(7) To in general carry on business in connection with the foregoing objects, the foregoing to be construed both as to objects and powers, not to limit or restrict in any manner the exercise of all powers conferred by the general corporate laws of the State of Maryland.

(8) All of the objects and purposes above set forth or derived from the general powers of the Corporation may be exercised not only in the State of Maryland, but also in any and every State, Territory and Possession of the United States, and in any and every foreign country and/or possession thereof.

ARTICLE III - ADDRESS AND RESIDENT AGENT

The principal office of the Corporation in the State of Maryland will be maintained at: 502 Southview Drive, Riva, Maryland 21140. The resident agent of the corporation shall be DALE E. BOLLINGER, whose business post office address is: 502 Southview Drive, Riva, Maryland 21140. Said Resident Agent is a citizen of the State of Maryland and actually resides therein.

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BOOK 176 PAGE 367

ARTICLE IV - STATUS OF CORPORATION

The Corporation shall exist as a Close Corporation until such time as the stockholders by unanimous consent shall file Articles of Amendment to change such status.

ARTICLE V - DIRECTORS

The Corporation shall have two (2) Directors and DALE E. BOLLINGER and ROBERTA R. BOLLINGER shall act as such until the first annual meeting or until their successors are duly chosen and qualified.

ARTICLE VI - CAPITAL STOCK

The total amount of the authorized stock of the Corporation is Five Thousand (5,000) shares of common stock of no par value.

ARTICLE VII - AMENDMENT

The Corporation upon unanimous approval of the stockholders reserves the right to make from time to time any amendments of its charter which may now or hereafter be authorized by law.

ARTICLE VIII - INDEMNIFICATION

The Corporation shall provide any indemnification required or permitted by the laws of Maryland and shall indemnify directors, officers, agents and employees as follows:

(1) The Corporation shall indemnify any director or officer of the Corporation who was or is a party or is threatened to be

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BOOK 176 PAGE 368

made a party to any threatened, pending, or completed action, suit or proceeding, whether civil, criminal, administrative, or investigative (other than an action by or in the right of the Corporation) by reason of the fact that he is or was such director, officer, employee, or agent of the Corporation, or is or was serving at the request of the Corporation as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust or other enterprise, against expenses (including attorney's fees), judgments, fines, and amounts paid in settlement actually and reasonably incurred by him in connection with such action, suit, or proceeding if he acted in good faith and in a manner which is reasonably believed to be in or not opposed to the best interests of the Corporation, and, with respect to any criminal action or proceeding, had no reasonable cause to believe his conduct was unlawful.

(2) The Corporation shall indemnify any director or officer of the Corporation who was or is a party or is threatened to be made a party to any threatened pending or completed action or suit by or in the right of the Corporation to procure a judgment in its favor by reason of the fact that he is or was such a director, officer, employee, or agent of another corporation, partnership, joint venture, trust or other enterprise, against expenses (including attorneys' fees) actually and reasonably incurred by him in connection with the defense or settlement of such action or suit if he acted in good faith and in a manner he reasonably believed to be in or not opposed to the best interests of the Corporation, except that no indemnification shall be made

2760 2169

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BOOK 176 PAGE 369

in respect of any claim, issue, or matter as to which such person shall have been adjudged to be liable for negligence or misconduct in the performance of his duty to the Corporation unless, and only to the extent that the court in which such action or suit was brought, or any other court having jurisdiction in the premises, shall determine upon application that, despite the adjudication of liability but in view of all circumstances of the case, such person is fairly and reasonably entitled to indemnify for such expense which such court shall deem proper.

(3) To the extent that a director or officer of the Corporation has been successful on the merits or otherwise in defense of any action, suit, or proceeding referred to in paragraphs (1) and (2) of this Article VII or in defense of any claim, issue, or matter therein, he shall be indemnified against expense (including attorneys' fees) actually and reasonably incurred by him in connection therewith, without necessity for the determination as to the standard of conduct as provided in paragraph (4) of this Article VIII.

(4) Any indemnification under paragraph (1) or (2) of this Article VII (unless ordered by a court) shall be made by the Corporation only as authorized in the specific case upon a determination that indemnification of the director or officer is proper in the circumstances because he has met the applicable standard of conduct set forth in paragraph (1) or (2) of this Article VII. Such determination shall be made: (a) by the Board of Directors of the Corporation by a majority vote of a quorum consisting of directors who were not parties to such

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BOOK 176 PAGE 370

action, suit, or proceeding, or (b) if such a quorum is not obtainable, or, even if obtainable, if such a quorum of disinterested directors so directs, by independent legal counsel (who may be regular counsel for the Corporation) in a written opinion; and any determination so made shall be conclusive.

(5) Expenses incurred in defending a civil or criminal action, suit, or proceeding may be paid by the Corporation in advance of the final disposition of such action, suit or proceeding, as authorized by the Board of Directors in the specific case, upon receipt of an undertaking by or on behalf of the director or officer to repay such amount unless it shall ultimately be determined that he is entitled to be indemnified by the Corporation as authorized in this section.

(6) Agents and employees of the Corporation who are not directors or officers of the Corporation may be indemnified under the same standards and procedures set forth above, in the discretion of the Board of Directors of the Corporation.

(7) Any indemnification pursuant to this Article VIII shall not be deemed exclusive of any other rights to which those indemnified may be entitled and shall continue as to a person who has ceased to be a director or officer and shall inure to the benefit of the heirs and personal representatives of such a person.

ARTICLE IX - DURATION

The duration of the Corporation shall be perpetual.

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BOOK 176 PAGE 371

IN WITNESS WHEREOF, we have signed these Articles of
Incorporation this 10 day of Nov, 1985, and
we acknowledge the same to be our act.

WITNESS:

Wm. Chittick
(as to both)

Dale E. Bollinger
DALE ELLWOOD BOLLINGER

Roberta R. Bollinger
ROBERTA REAY BOLLINGER

2760 2172

0000 0371

CLERKS NOTAT
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AVAILAB

BOOK 176 Page 372

(02) 15

(52)

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
TIME 1:33 MO. DAY YEAR 11-12-85 Stork

20	ORG. & CAP. FEE
26	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
46	TOTAL CASH <input type="checkbox"/> APPROVED BY CHECK <input checked="" type="checkbox"/> ps

William Littleton
78 Central Av
Glen Burnie Md 21061

NOV 12 1985

2760 2173

0000-372

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 176 Vol 373
ARTICLES OF INCORPORATION
OF
DALE E. BOLLINGER DUMP TRUCK SERVICE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 12, 1985 AT 01:33 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2760 , FOLIO 2164 , OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID:
\$ 20

RECORDING FEE PAID:
\$ 26

SPECIAL FEE PAID:
\$

D2030518

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.



R. W. Fisher

A 189512

2760 2164

BOOK 176 Page 374

N. A. D. ASSOCIATES, INC.

A Maryland Close Corporation

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

That we, the subscribers; WALTER A. DAVIS, JR., whose post office address is 7170 Forest Avenue, Hanover, Maryland 21076 and LAURIE A. NASH whose post office address is 3608 Collidge Avenue, Baltimore, Maryland 21229; both being of full legal age, do under and by virtue of the General Corporation Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a Close Corporation.

ARTICLE I - NAME

The name of the Corporation (which is hereafter referred to as the Corporation) is:

N. A. D. ASSOCIATES, INC.

ARTICLE II - PURPOSE

The purpose for which the Corporation is formed and the business and objects to be carried on and promoted by it are as follows:

(1) To carry on a Tanning Salon and advisory business relating to tanning and in general to do every act and thing commonly done by Tanning Salons and to do all and everything necessary, suitable, and proper for the accomplishment of any of the purposes herein set forth.

(2) To acquire, hold, sell, assign, transfer, mortgage, pledge, or otherwise dispose of any and all equipment necessary

RECEIVED FOR RECORD
JANUARY 25 1986
1986 FEB 25 AM 9:14

E. AUBREY COLLISON
CLERK

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for the operation of the Corporation.

BOOK 176 PAGE 375

(3) To acquire, hold, own, dispose of, and generally deal in and deal with any and all grants, options, licenses, concessions, franchises, and contracts or any interest therein or rights appertaining thereto; to cause to be formed and to create and to aid in anyway in the formation of any corporation, domestic or foreign.

(4) To acquire and pay for in cash, stock, or bonds of the Corporation or otherwise, the goodwill, trade marks, copyrights, rights, franchises, assets, and property, in whole or in part, of any person or corporation, as a going concern or otherwise, and/or to undertake to assume the whole or any part of the obligations or liability of any person, firm, association, or corporation insofar as may be permitted by said laws of the State of Maryland; to hold or in any manner to dispose of the whole or any part of the property so purchased; to conduct in any lawful manner the whole or any part of any business so acquired; and to exercise all the powers necessary or convenient in and about the conduct and management of such business.

(5) To purchase or otherwise acquire, hold, own, lease, or otherwise obtain and sell, mortgage, or otherwise dispose of and deal in real property, wheresoever situated and whether improved or unimproved and however improved, and any and all interests therein; and improve, alter, and/or rebuild the same in any way; to construct, purchase, or otherwise dispose of any and all works, plants, and buildings of every kind and description.

(6) To borrow money, issue bonds, debentures, notes, and

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BOOK 176 PAGE 376

other obligations, secured and unsecured, for monies borrowed or in payment for property acquired or for any other objects and purposes of the Corporation in connection with transaction of any part of its business. To guarantee the payment of principal and interest upon bonds or other performances of the contracts or other obligations of any other corporation, co-partnership, or individual insofar as and to the full extent permitted by the said laws of the State of Maryland.

(7) To in general carry on business in connection with the foregoing objects, the foregoing to be construed both as to objects and powers, not to limit or restrict in any manner the exercise of all powers conferred by the general corporate laws of the State of Maryland.

(8) All of the objects and purposes above set forth or derived from the general powers of the Corporation may be exercised not only in the State of Maryland, but also in any and every State, Territory and Possession of the United States, and in any and every foreign country and/or possession thereof.

ARTICLE III - ADDRESS AND RESIDENT AGENT

✓ The principal office of the Corporation in the State of Maryland will be maintained at: 809 Hammonds Ferry Road, Suite "C", Linthicum, Maryland 21090. The resident agent of the corporation shall be LAURIE A. NASH, whose business post office address is: 809 Hammonds Ferry Road, Suite "C", Linthicum, Maryland 21090. Said Resident Agent is a citizen of the State of Maryland and actually resides therein.

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BOOK 176 PAGE 377

ARTICLE IV - STATUS OF CORPORATION

The Corporation shall exist as a Close Corporation until such time as the stockholders by unanimous consent shall file Articles of Amendment to change such status.

ARTICLE V - DIRECTORS

The Corporation shall have two (2) Directors and WALTER A. DAVIS and LAURIE A. NASH shall act as such until the first annual meeting or until their successors are duly chosen and qualified.

ARTICLE VI - CAPITAL STOCK

The total amount of the authorized stock of the Corporation is Five Thousand (5,000) shares of common stock of no par value.

ARTICLE VII - AMENDMENT

The Corporation upon unanimous approval of the stockholders reserves the right to make from time to time any amendments of its charter which may now or hereafter be authorized by law.

ARTICLE VIII - INDEMNIFICATION

The Corporation shall provide any indemnification required or permitted by the laws of Maryland and shall indemnify directors, officers, agents and employees as follows:

(1) The Corporation shall indemnify any director or officer of the Corporation who was or is a party or is threatened to be

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BOOK 176 PAGE 378

made a party to any threatened, pending, or completed action, suit or proceeding, whether civil, criminal, administrative, or investigative (other than an action by or in the right of the Corporation) by reason of the fact that he is or was such director, officer, employee, or agent of the Corporation, or is or was serving at the request of the Corporation as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust or other enterprise, against expenses (including attorneys' fees), judgments, fines, and amounts paid in settlement actually and reasonably incurred by him in connection with such action, suit, or proceeding if he acted in good faith and in a manner which is reasonably believed to be in or not opposed to the best interests of the Corporation, and, with respect to any criminal action or proceeding, had no reasonable cause to believe his conduct was unlawful.

(2) The Corporation shall indemnify any director or officer of the Corporation who was or is a party or is threatened to be made a party to any threatened pending or completed action or suit by or in the right of the Corporation to procure a judgment in its favor by reason of the fact that he is or was such a director, officer, employee, or agent of another corporation, partnership, joint venture, trust or other enterprise, against expenses (including attorneys' fees) actually and reasonably incurred by him in connection with the defense or settlement of such action or suit if he acted in good faith and in a manner he reasonably believed to be in or not opposed to the best interests of the Corporation, except that no indemnification shall be made

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BOOK 176 PAGE 379

in respect of any claim, issue, or matter as to which such person shall have been adjudged to be liable for negligence or misconduct in the performance of his duty to the Corporation unless and only to the extent that the court in which such action or suit was brought, or any other court having jurisdiction in the premises, shall determine upon application that, despite the adjudication of liability but in view of all circumstances of the case, such person is fairly and reasonably entitled to indemnify for such expense which such court shall deem proper.

(3) To the extent that a director or officer of the Corporation has been successful on the merits or otherwise in defense of any action, suit, or proceeding referred to in paragraphs (1) and (2) of this Article VII or in defense of any claim, issue, or matter therein, he shall be indemnified against expense (including attorneys' fees) actually and reasonably incurred by him in connection therewith, without necessity for the determination as to the standard of conduct as provided in paragraph (4) of this Article VIII.

(4) Any indemnification under paragraph (1) or (2) of this Article VII (unless ordered by a court) shall be made by the Corporation only as authorized in the specific case upon a determination that indemnification of the director or officer is proper in the circumstances because he has met the applicable standard of conduct set forth in paragraph (1) or (2) of this Article VII. Such determination shall be made: (a) by the Board of Directors of the Corporation by a majority vote of a quorum consisting of directors who were not parties to such

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BOOK 176 PAGE 380

action, suit, or proceeding, or (b) if such a quorum is not obtainable, or, even if obtainable, if such a quorum of disinterested directors so directs, by independent legal counsel (who may be regular counsel for the Corporation) in a written opinion; and any determination so made shall be conclusive.

(5) Expenses incurred in defending a civil or criminal action, suit, or proceeding may be paid by the Corporation in advance of the final disposition of such action, suit or proceeding, as authorized by the Board of Directors in the specific case, upon receipt of an undertaking by or on behalf of the director or officer to repay such amount unless it shall ultimately be determined that he is entitled to be indemnified by the Corporation as authorized in this section.

(6) Agents and employees of the Corporation who are not directors or officers of the Corporation may be indemnified under the same standards and procedures set forth above, in the discretion of the Board of Directors of the Corporation.

(7) Any indemnification pursuant to this Article VIII shall not be deemed exclusive of any other rights to which those indemnified may be entitled and shall continue as to a person who has ceased to be a director or officer and shall inure to the benefit of the heirs and personal representatives of such a person.

ARTICLE IX - DURATION

The duration of the Corporation shall be perpetual.

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BOOK 176 PAGE 381

IN WITNESS WHEREOF, we have signed these Articles of
Incorporation this 25th day of October, 1985, and
we acknowledge the same to be our act.

WITNESS:

Joseph C. Asensio
(as to both)

WALTER A. DAVIS, JR.

Laurie A. Nash
LAURIE A. NASH

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BOOK 176 PAGE 382

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(52)

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 1:33 MO. DAY. YEAR 11-12-85

20	ORG. & CAP. FEE
26	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
46	TOTAL
	CASH <input type="checkbox"/> CHECK <input checked="" type="checkbox"/>
	APPROVED BY <i>AS</i>

Stark

Joseph Asencio
7 Central Ave
Glen Burnie, Md

21061

NOV 12 1985

2760 2163

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CLERKS NOTATION
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AVAILABLE

BOOK 176 PAGE 383

ARTICLES OF INCORPORATION
OF
N. A. D. ASSOCIATES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 12, 1985 AT 01:33 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2760 , FOLIO 2154 , OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID
\$ 20

RECORDING FEE PAID:
\$ 26

SPECIAL FEE PAID:
\$

D2030500

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.

R. W. Fisher



A 189511

2760 2154

BOOK 176 PAGE 384

RAINBOW CREATIONS, INC.

ARTICLES OF INCORPORATION

FIRST: I, EVELYN WOJCIK, whose post office address is 114 Olen Avenue, Ferndale, Maryland 21061, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereafter referred to as "Corporation") is RAINBOW CREATIONS, INC.

THIRD: The purposes for which the Corporation is formed are:

(1) To conduct retail business of sewing and home industry items wedding arrangements and floral settings and personal services; and to engage in any other lawful purposes and/or business.

(2) To do anything permitted by Section 2-103 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time.

✓ FOURTH: The post office address of the principle office of the Corporation in this State is 114 Olen Avenue, Ferndale, Maryland 21061. The name and post office address of the Resident Agent of the Corporation in this State is Evelyn Wojcik, 114 Olen Avenue, Ferndale, Maryland 21061. Said Resident Agent is an individual actually residing in this State.

FIFTH: The total number of shares of capital stock which the Corporation has authority to issue is one hundred (100) shares of common stock, without par value.

SIXTH: The number of directors of the Corporation shall be two (2), which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than the number permitted by Section 2-402 of the corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time. The names of the directors who shall act until the first annual meeting or until successors are duly chosen and qualified are: Evelyn Wojcik and John Wojcik.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

(1) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized,

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E. AUBREY COLLISON
CLERK

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BOOK 176 PAGE 385

or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized.

(2) The Board of Directors of the Corporation may classify or reclassify any unissued shares by fixing or altering in any one or more respects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the time and prices of redemption of, and the conversion rights of, such shares.

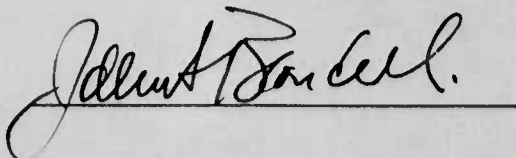
The enumeration and definition of a particular power of the Board of Directors included in the foregoing shall in no way be limited or restricted by reference to or inference from the terms of any other cause of this or any other article of the Charter of the Corporation, or construed as or deemed by inference or otherwise in any manner to exclude or limit any powers conferred upon the Board of Directors under the General Laws of the State of Maryland now or hereafter in force.

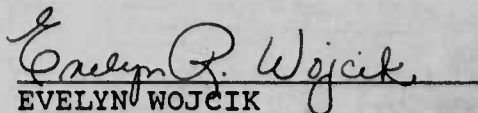
EIGHTH: Except as may otherwise be provided by the Board of Directors of the Corporation, no holder of any shares of the stock of the Corporation shall have any pre-emptive right to purchase, subscribe for, or otherwise acquire any shares of stock of the Corporation of any class now or hereafter authorized, or any securities exchangeable for or convertible into such shares, or any warrants or other instruments evidencing rights or options to subscribe for, purchase or otherwise acquire such shares.

NINTH: The Corporation may indemnify a present or former director or officer of the Corporation or other corporate representative to the maximum extent permitted by and in accordance with Section 2-418 of the Corporations and Associations Article of the Annotated Code of Maryland.

IN WITNESS WHEREOF, I signed these Articles of Incorporation this 3rd day of October, 1985, and I acknowledge the same to be my act.

WITNESS:




EVELYN WOJCIK

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 176 PAGE 386

ARTICLES OF INCORPORATION
RAINBOW CREATIONS, INC.
Resident Agent: Evelyn Wojcik
Address: 114 Olen Avenue Ferndale, Maryland 21061
JOHN A. BLONDELL ATTORNEY AT LAW P. O. BOX 728 GLEN BURNIE, MD. 21061

THE DAILY RECORD CO., BALTIMORE, MD. 21202

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

DATE 2:17 MO. 11 DAY 12 YEAR 85

20	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL
	CASH <input type="checkbox"/> APPROVED BY
	CHECK <input checked="" type="checkbox"/>

Stoll

2760 2115

0000 3386

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 176 PAGE 387

ARTICLES OF INCORPORATION
OF
RAINBOW CREATIONS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 12, 1985 AT 02:17 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2760, FOLIO 2111, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID:
\$ 20

RECORDING FEE PAID:
\$ 20

SPECIAL FEE PAID:
\$

D2030435

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.



A 189504

2760 2111

BOOK 176 PAGE 388

ARTICLES OF INCORPORATION
OF

KNIGHT ELECTRIC, INC.

A Maryland Close Corporation

900
KNOW ALL MEN BY THESE PRESENTS: That the undersigned has this day designated himself as an Incorporator for the purpose of forming a close corporation under the Laws of the State of Maryland, and to that end does hereby adopt Articles of Incorporation as follows:

ARTICLE I: The Incorporator, Gary E. Greer, 4316 Hamilton Street, Hyattsville, Maryland 20781, is at least eighteen years of age and does hereby designate himself as an Incorporator with the intention of forming a close corporation.

ARTICLE II: The name of the close corporation is:
KNIGHT ELECTRIC, INC.

ARTICLE III: The purpose for which the Corporation is formed and the business or objects to be carried on and promoted by it are as follows:

To engage in the electrical contracting business generally and in the manufacture and sale of electrical equipment and appliances as principal or agent or otherwise; to conduct the aforesaid business and all of its branches; and to do such other things as are incidental, proper or necessary in the operation of said business and in the carrying out of any or all of said purposes; to construct, erect, own, equip, maintain, operate, and use, and to contract with others to construct and erect, and to lease to others to maintain, operate, and use electrical shops, storehouses, office buildings, and buildings of all kinds, and to pay for the construction, erection, or equipment of the same in cash, stock, or bonds of this corporation or otherwise.

To manufacture, purchase or otherwise acquire and to hold, own, mortgage or otherwise, lien, pledge, lease, sell, assign, exchange, transfer or in any manner dispose of, and to invest, deal and trade in and with goods, wares, merchandise and personal

RECEIVED FOR RECORD
CLERK COURT, A.A. COUNTY

1986 FEB 25 AM 9:14¹

AUGREY COLLISON
CLERK

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BOOK 176 PAGE 389

property of any and every class and description, within or without the State of Maryland.

To acquire the good will, rights and property and to undertake the whole or any part of the assets and liabilities of any person, firm, association, or corporation; to pay for the same in cash, the stock of this company, bonds or otherwise; to hold or in any manner to dispose of the whole or any part of any business so acquired and to exercise all the powers necessary or convenient in and about the conduct and management of such business.

To guarantee, purchase or otherwise acquire, hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of shares of the capital stock, bonds or other evidences of indebtedness created by other corporations and while the holder of such stock to exercise all the rights and privileges of ownership, including the right to vote thereon, to the same extent as a natural person might or could do.

To purchase or otherwise acquire, apply for, register, hold, use, sell or in any manner dispose of and to grant licenses or other rights in and in any manner dealing with patents, inventions, improvements, processes, formulas, trademarks, trade names, rights and licenses secured under letters, patent, copyrights or otherwise.

To enter into, make and perform contracts of every kind for any lawful purpose with any person, firm, association or corporation, town, city, county, body politic, state, territory, government or colony or dependency thereof.

To borrow money for any of the purposes of the corporation and to draw, make, accept, endorse, discount, execute, issue, sell, pledge or otherwise dispose of promissory notes, drafts, bills of exchange, warrants, bonds, debentures and other negotiable or non-negotiable, transferable or non-transferable instruments and evidences of indebtedness and to secure the payment thereof and the interest thereon by mortgage or pledge, conveyance or assignment in trust of the whole or any part of the

BOOK 176 PAGE 390

property of the corporation at the time owned or thereafter acquired.

To purchase, hold, sell and transfer the shares of its capital stock.

To have one or more offices and to conduct any or all of its operations and business and to promote its objects, within or without the State of Maryland, without restriction as to place or amount.

To carry on any other business in connection therewith.

To do any and all of the things herein set forth as principal, agent, contractor, trustee or otherwise, alone or in the company with others.

The objects and purposes specified herein shall be regarded as independent objects and purposes and, except where otherwise expressed, shall be in no way limited nor restricted by reference to or inference from the terms of any other clause or paragraph of this certificate of incorporation.

The foregoing shall be construed both as objects and powers and the enumeration thereof shall not be held to limit or restrict in any manner the general powers conferred on this corporation by the laws of the State of Maryland.

✓ ARTICLE IV: The post office address of the principal office of the corporation in the State of Maryland is 1768 Aberdeen Circle, Crofton, Anne Arundel County, Maryland 21114. The name and post office address of the Resident Agent of the corporation in the State of Maryland is Glen McKnight, 1768 Aberdeen Circle, Crofton, Anne Arundel County, Maryland 21114, and said Resident Agent is an individual actually residing in Maryland.

ARTICLE V: The total number of shares of stock which this corporation is authorized to issue is One Hundred (100) shares without par value, all of which are of one class and are designated common stock.

ARTICLE VI: The stockholders shall have one vote per share of fully paid stock held and the stock of said corporation shall

BOOK 176 PAGE 391

be freely transferable in accordance with the By-Laws of this Corporation.

ARTICLE VII: After the completion of the organizational meeting of the corporation and the issuance of one or more shares of stock of the corporation, the corporation shall have no Board of Directors. Until such time the corporation shall have one Director whose name is Glen McKnight, 1768 Aberdeen Circle, Crofton, Anne Arundel, County 21114.

ARTICLE VIII: This corporation is to have perpetual existence.

ARTICLE IX: The private property of the stockholders shall not be subject to the payment of corporate debts to any extent whatever.

ARTICLE X: The stockholders shall have power to hold their meetings, to have an office or offices and to keep the books of this corporation outside of the State of Maryland at such places as may from time to time be designated by the By-Laws or by resolution of the directors.

ARTICLE XI: This corporation reserves the right to amend, alter, change or repeal any provision contained in this certificate of incorporation in the manner now or hereafter prescribed by law and all rights conferred on officers, directors and stockholders herein are granted subject to this reservation.

IN WITNESS WHEREOF, I, the herein named Incorporator, have signed these Articles of Incorporation on this 30th day of October, 1985.

WITNESS:

G. L. O'Leary

GARY E. GREER

STATE OF MARYLAND :
COUNTY OF PRINCE GEORGE'S : ss:

I HEREBY CERTIFY, that on this 30th day of October, 1985, before me, the subscriber, a Notary Public of the State of

BOOK 176 Page 392

Maryland, in and for the County of Prince George's personally appeared in said State and County, Gary E. Greer, and acknowledged the foregoing Articles of Incorporation to be his act.

WITNESS my hand and Notarial Seal, this 30th day of October, 1985.


Notary Public, Maryland

My Commission Expires: 7/1/86

BOOK 176 PAGE 393

(02) *ADD*

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STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 10:23 MO. 11 DAY 12 YEAR 85

20	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL
	CASH <input type="checkbox"/> CHECK <input checked="" type="checkbox"/>
	APPROVED BY <i>[Signature]</i>

Stock

*Gary Greer
4316 Hamilton St
Hyattsville Md 20781*

NOV 12 A 10:23

2760 1749

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CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 176 PAGE 394
ARTICLES OF INCORPORATION
OF
KNIGHT ELECTRIC, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 12, 1985 AT 10:23 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2760 , FOLIO 1743 , OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID:
\$ 20

RECORDING FEE PAID:
\$ 20

SPECIAL FEE PAID:
\$

D2030161

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.

Dean W. Fisher



A 189390

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BOOK 176 PAGE 395

ARTICLES OF INCORPORATION

FOR

SLOCUM ASSOCIATES, INC.

FIRST: I, William F. Jones, whose post office address is 13 Francis Street, Annapolis, Maryland 21401, being at least eighteen (18) years of age, hereby for a corporation under and by virtue of the General Laws of Maryland.

SECOND: The name of the Corporation (hereinafter called the "Corporation") is:

SLOCUM ASSOCIATES, INC.

THIRD: The Corporation shall be a Close Corporation as authorized by Title Four of the Corporations and Associations Article of the Annotated Code of Maryland as amended.

FOURTH: The purposes for which the Corporation is formed are:

1. For renovation and rehabilitation of and remodeling of structures.

2. To do anything permitted by Section 2-103 of the Corporations and Associations Article of the Annotated Code of Maryland as amended from time to time.

FIFTH: The post office address of the principal office of the Corporation, in this State is 1313 Rogers Road Annapolis, Maryland 21401. The name and post office address of the Resident Agent of the Corporation in this State, is Theodore Martens, Sr., 1313 Rogers Road, Annapolis, Maryland 21401. Said Resident Agent is an individual residing in the State of Maryland.

SIXTH: The total number of shares of capital stock which the Corporation has authority to issue is 5,000 shares, with no par value.

SEVENTH: The number of Directors of the Corporation shall be three, which number may be increased pursuant to the By-Laws of the Corporation, but shall never be less than one, provided that:

1. If there is not stock outstanding, the number of Directors may be less than three, but not less than one; and

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E. AUBREY COLLISON
CLERK

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BOOK 176 PAGE 396

2. If there is stock outstanding and so long as there are less than three stockholders, the number of Directors may be less than three, but not less than the number of stockholders.

The name of the Directors who shall act until the first annual meeting or until his successor is duly chosen and qualified are:

THEODORE MARTENS, SR.

THEODORE MARTENS, JR.

MEREDITH MARTENS

EIGHTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the Directors and Stockholders.

1. The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized.

2. The Board of Directors of the Corporation may classify or reclassify any unissued shares by fixing or altering in any one or more respects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of redemption of, and the conversion rights of, such shares.

The enumeration and definition of a particular power of the Board of Directors included in the foregoing shall in no way be limited or restricted by reference to or inference from the terms of any other clause of this or any other article of the Charter of the Corporation, or construed as or deemed by inference or otherwise in any manner to exclude or limit any powers conferred upon the Board of Directors under the General Laws of the State of Maryland now or hereafter in force.

NINTH: Except as may otherwise be provided by the Board of Directors of the Corporation, no holder of any shares of stock of the Corporation shall have any preemptive right to purchase, subscribe for, or otherwise acquire any shares of stock of the Corporation of any class now or hereafter authorized, or any securities exchangeable for or convertible into such shares, or any warrants or other instruments evidencing rights or options to subscribe for, purchase or otherwise acquire such shares.

TENTH: (1) As used in the Article TENTH, any word or words that are defined in Section 2-418 of the Corporations and Associations Article of the Annotated Code of Maryland (the "Indemnification Section"), as amended from time to time, shall

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BOOK 176 PAGE 397

have the same meaning as provided in the Indemnification Section.

(2) The Corporation shall indemnify a present or former director or officer of the Corporation in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section.

(3) With respect to any corporate representative other than a present or former director or officer, the Corporation may indemnify such corporate representative in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section; provided, however, that to the extent a corporate representative other than a present or former director or officer successfully defends on the merits or otherwise any proceeding referred to in subsections (b) and (c) of the Indemnification Section; or any claim, issue or matter raised in such proceeding, the Corporation shall not indemnify such corporate representative other than a present or former director or officer under the Indemnification Section unless and until it shall have been determined and authorized in the specific case by (i) an affirmative vote at a duly constituted meeting of a majority of the Board of Directors who were not parties to the proceeding; or (ii) an affirmative vote, at a duly constituted meeting of a majority of all the votes cast by stockholders who were not parties to the proceeding, the Indemnification of such corporate representative other than a present or former director or officer is proper in the circumstances.

IN WITNESS WHEREOF, I do hereby acknowledge these Articles of Incorporation to be my act this 31st day of October, 1985.

WITNESS:

Patricia P. Gair

C:TDA

William F. Jones
WILLIAM F. JONES, INCORPORATOR

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BOOK 176 PAGE 398

02 16

1985 NOV -8 A 10:40

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME	MO.	DAY	YEAR
10:40	11	8	85
20	ORG. & CAP. FEE		
20	RECORDING FEE		
	LIMITED PARTNERSHIP FEE		
	OTHER		
40	TOTAL CASH <input type="checkbox"/> APPROVED BY		
	CHECK <input checked="" type="checkbox"/> <i>PCN</i>		

57K

(52)
Jones & Marek

13 Francis St.

Annapolis, Md 21401

2760 1639

0000 0398

CLERKS NOTATION
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AVAILABLE

BOOK 176 Page 399

ARTICLES OF INCORPORATION
OF
SLOCUM ASSOCIATES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 08, 1985 AT 10:40 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED. 4

RECORDED IN LIBER 2760, FOLIO 635, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID:
\$ 20

RECORDING FEE PAID:
\$ 20

SPECIAL FEE PAID:
\$

D2029981

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.

Dean W. Fisher



A 189372

2760 1635

BOOK 176 PAGE 400

ARTICLES OF INCORPORATION
OF

WCI CAPITAL CORPORATION

A Maryland Close Corporation

KNOW ALL MEN BY THESE PRESENTS: That the undersigned has this day designated himself as an Incorporator for the purpose of forming a close corporation under the Laws of the State of Maryland, and to that end does hereby adopt Articles of Incorporation as follows:

ARTICLE I: The Incorporator, Gary E. Greer, 4316 Hamilton Street, Hyattsville, Maryland 20781, is at least eighteen years of age and does hereby designate himself as an Incorporator with the intention of forming a close corporation.

ARTICLE II: The name of the close corporation is:

WCI CAPITAL CORPORATION

ARTICLE III: The purpose for which the Corporation is formed and the business or objects to be carried on and promoted by it are as follows:

To engage in the business of effecting investments in real estate, oil and gas exploration, oil and gas pipelines, land, farming and other venture capital concepts as a finder consultant, promoter, or on its own account, and to conduct all activities related thereto.

To manufacture, purchase or otherwise acquire and to hold, own, mortgage or otherwise, lien, pledge, lease, sell, assign, exchange, transfer or in any manner dispose of, and to invest, deal and trade in and with goods, wares, merchandise and personal property of any and every class and description, within or without the State of Maryland.

To acquire the good will, rights and property and to undertake the whole or any part of the assets and liabilities of any person, firm, association, or corporation; to pay for the same in cash, the stock of this company, bonds or otherwise; to hold or in any manner to dispose of the whole or any part of any business so acquired

1986 FEB 25 AM 9:14

E. AUBREY COLLISON
CLERK

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BOOK 176 PAGE 401

and to exercise all the powers necessary or convenient in and about the conduct and management of such business.

To guarantee, purchase or otherwise acquire, hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of shares of the capital stock, bonds or other evidences of indebtedness created by other corporations and while the holder of such stock to exercise all the rights and privileges of ownership, including the right to vote thereon, to the same extent as a natural person might or could do.

To purchase or otherwise acquire, apply for, register, hold, use, sell or in any manner dispose of and to grant licenses or other rights in and in any manner dealing with patents, inventions, improvements, processes, formulas, trademarks, trade names, rights and licenses secured under letters, patent, copyrights or otherwise.

To enter into, make and perform contracts of every kind for any lawful purpose with any person, firm, association or corporation, town, city, county, body politic, state, territory, government or colony or dependency thereof.

To borrow money for any of the purposes of the corporation and to draw, make, accept, endorse, discount, execute, issue, sell, pledge or otherwise dispose of promissory notes, drafts, bills of exchange, warrants, bonds, debentures and other negotiable or non-negotiable, transferable or non-transferable instruments and evidences of indebtedness and to secure the payment thereof and the interest thereon by mortgage or pledge, conveyance or assignment in trust of the whole or any part of the property of the corporation at the time owned or thereafter acquired.

To purchase, hold, sell and transfer the shares of its capital stock.

To have one or more offices and to conduct any or all of its operations and business and to promote its objects, within or without the State of Maryland, without restriction

as to place or amount.

To carry on any other business in connection therewith.

To do any and all of the things herein set forth as principal, agent, contractor, trustee or otherwise, alone or in the company with others.

The objects and purposes specified herein shall be regarded as independent objects and purposes and, except where otherwise expressed, shall be in no way limited nor restricted by reference to or inference from the terms of any other clause or paragraph of this certificate of incorporation.

The foregoing shall be construed both as objects and powers and the enumeration thereof shall not be held to limit or restrict in any manner the general powers conferred on this corporation by the laws of the State of Maryland.

ARTICLE IV: The post office address of the principal office of the corporation in the State of Maryland is 466 Old Orchard Circle, Millersville, Anne Arundel County, Maryland 21108. The name and post office address of the Resident Agent of the corporation in the State of Maryland is Dennis C. Wells, 466 Old Orchard Circle, Millersville, Anne Arundel County, Maryland 21108, and said Resident Agent is an individual actually residing in Maryland.

ARTICLE V: The total number of shares of stock which this corporation is authorized to issue is One Thousand (1,000) shares without par value, all of which are of one class and are designated common stock.

ARTICLE VI: The stockholders shall have one vote per share of fully paid stock held and the stock of said corporation shall be freely transferable in accordance with the By-Laws of this Corporation.

ARTICLE VII: After the completion of the organizational meeting of the corporation and the issuance of one or more shares of stock of the corporation, the corporation shall have no Board of Directors. Until such time the

BOOK 176 PAGE 403

corporation shall have one Director, whose name is Dennis C. Wells, whose address is 466 Old Orchard Circle, Millersville, Maryland 21108.

ARTICLE VIII: This corporation is to have perpetual existence.

ARTICLE IX: The private property of the stockholders shall not be subject to the payment of corporate debts to any extent whatever.

ARTICLE X: The stockholders shall have power to hold their meetings, to have an office or offices and to keep the books of this corporation outside of the State of Maryland at such places as may from time to time be designated by the By-Laws or by resolution of the directors.

ARTICLE XI: This corporation reserves the right to amend, alter, change or repeal any provision contained in this certificate of incorporation in the manner now or hereafter prescribed by law and all rights conferred on officers, directors and stockholders herein are granted subject to this reservation.

IN WITNESS WHEREOF, I the herein named Incorporator, have signed these Articles of Incorporation on this 5th day of November, 1985.

WITNESS:

Barbara L. Edmondson

GARY E. GREER

STATE OF MARYLAND :
COUNTY OF PRINCE GEORGE'S : ss:

I HEREBY CERTIFY, that on this 5th day of November 1985, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Prince George's personally appeared in said State and County, GARY E. GREER, and acknowledged the foregoing Articles of Incorporation to be his act.

WITNESS my hand and notarial seal this 5th day of November, 1985.

Barbara L. Edmondson
Notary Public, Md.

My commission expires: 7/1/86

BOOK 176 Page 404

02 Am

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME	MO.	DAY	YEAR
10:16	11	8	85
20	ORG. & CAP. FEE		
20	RECORDING FEE		
	LIMITED PARTNERSHIP FEE		
	OTHER		
40	TOTAL CASH <input type="checkbox"/> CHECK <input checked="" type="checkbox"/>		
	APPROVED BY <i>Pcm</i>		

stk

1985 NOV - 8 A.D. 16

(52)

Beatty & Greer
4316 Hamilton St
Hyattsville, Md 20781

BOOK 176 Page 405

ARTICLES OF INCORPORATION
OF
WCI CAPITAL CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 08, 1985 AT 10:16 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED. 5

RECORDED IN LIBER 2760, FOLIO 1576, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID:
\$ 20

RECORDING FEE PAID:
\$ 20

SPECIAL FEE PAID:
\$

D2029882

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.

R. W. Fitch



A 189362

2760 1576

55/13

900K 176 PAGE 406

ARTICLES OF INCORPORATION
OF
PACEWAY CONVENIENCE STORES, INC.

THIS IS TO CERTIFY:

FIRST: The undersigned, Jeffrey Abarbanel, whose post office address is 36 S. Charles Street, 2300 Charles Center South, Baltimore, Maryland 21201, being over twenty-one years of age, acting as an incorporator, does hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: That the name of the Corporation (which is hereinafter called the "Corporation") is: PACEWAY CONVENIENCE STORES, INC.

THIRD: The purposes for which the Corporation is formed are as follows:

- A. To own and operate convenience stores.
- B. To manufacture, purchase or otherwise acquire, hold, mortgage, pledge, sell, transfer, or in any manner encumber or dispose of, goods, wares, merchandise, implements, and other personal property or equipment of every kind.
- C. To purchase, lease or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let, or in any manner encumber or dispose of, real property wherever situated.
- D. To carry on and transact for itself, or for account of others, the business of general merchants, general brokers, general agents, manufacturers, buyers, and sellers of, dealers in, importers and exporters of, natural products, raw materials, manufactured products, and marketable goods, wares, and merchandise of every description.
- E. To purchase, lease or otherwise acquire, all or any part of the property rights, business contracts, good will, franchises, and assets of every kind of any

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 FEB 25 AM 9:15

E. AUBREY COLLISON
CLERK

53168073760 1478

0000 0406

BOOK 176 PAGE 407

corporation, co-partnership or individual (including the estate of a decedent) carrying on or having carried on, in whole or in part, any of the aforesaid business or any other businesses that the Corporation may be authorized to carry on, and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof, and to pay for any such property rights, business contracts, good will, franchises, or assets by the issue, in accordance with the laws of the State of Maryland, of stocks, bonds, or other securities of the Corporation or otherwise.

F. To apply for, obtain, purchase or otherwise acquire, any patents, copyrights, licenses, trademarks, trade names, rights, processes, formulas, and the like, which might be used for any one of the purposes of the Corporation; and to use, exercise, develop, grant, license in respect of, sell, and otherwise turn to account, the same.

G. To purchase or otherwise acquire, hold and reissue shares of its capital stock of any class; and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge or otherwise dispose of, any shares of stock of, or voting trust certificates for any shares of stock of, or any bonds or other securities or evidences of indebtedness issued or created by any other corporation or association organized under the laws of the State of Maryland, or of any other state, territory, district, colony or dependency of the United States of America, or of any foreign country, and while the owner or holder of any such shares of stock, voting trust certificates, bonds or other obligations to possess and exercise in respect thereof, any and all the rights, powers, and privileges of ownership, including the right to vote on any shares of stock so held or owned; and upon distribution of the assets or a division of the profits of this Corporation, to distribute any such shares of stock, voting trust certificates, bonds or other obligations, or the proceeds thereof, among the stockholders of this Corporation.

H. To guarantee the payment of dividends upon any shares of stock of, or the performance of any contract by any other corporation in which the Corporation has an interest, and to endorse or otherwise guarantee the payment of the principal and

BOOK 176 PAGE 408

interest, or either, of any bonds, debentures, notes, securities or other evidences of indebtedness created or issued by any such other Corporation or association.

I. To loan or advance money with or without security, without limit as to amount; and to borrow or raise money for any of the purposes of the Corporation and to issue bonds, debentures, notes, or other obligations of any nature, and in any manner permitted by law, for money so borrowed or in payment for property purchased, or for any other lawful consideration, and to secure the payment thereof and of the interest thereon, by mortgage upon, or pledge or conveyance or assignment in trust of the whole, or any part of the property of the Corporation, real or personal, including contract rights, whether at the time owned or thereafter acquired; and to sell, pledge, discount or otherwise dispose of such bonds, notes, or other obligations of the Corporation for its corporate purposes.

J. To carry on any of the business, hereinbefore enumerated, for itself, or for any account of others, or through others for its own account, and to carry on any other business which may be deemed by it to be calculated, directly or indirectly, to effectuate or facilitate the transaction of the aforesaid objects or business, or any of them, or any part thereof, or to enhance the value of its property, business or rights.

K. To carry out all or any part of the aforesaid purposes, and to conduct its business in all or any of its branches in any or all states, territories, districts, colonies, and dependencies of the United States of America and in foreign countries; and to maintain offices and agencies in any or all states, territories, districts, colonies, and dependencies of the United States of America and in foreign countries.

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the

BOOK 176 PAGE 409

Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed, and is subject in all particulars to the limitations relative to corporations which are contained in the general laws of this State.

FOURTH: The following provisions are hereby adopted for the purposes of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

A. The Board of Directors of the Corporation is hereby empowered to authorize the issuance, from time to time, of shares of its stock, with or without par value of any class, and securities convertible into shares of its stock, with or without par value of any class, for such considerations as said Board of Directors may deem advisable, irrespective of the value or amount of such consideration, but subject to such limitations and restrictions, if any, as may be set forth in the By-laws of the Corporation.

B. No contract or other transaction between this Corporation and any other corporation, partnership, individual or other entity and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the directors of this corporation are directors, principals, partners or officers of such other entity, or are pecuniarily or otherwise interested in such contract, transaction or act; provided that (i) the existence of such relationship or such interest shall be disclosed to the entire Board of Directors and the contract, transaction or act shall be authorized, approved or ratified by a majority of disinterested directors, even if the number of disinterested directors constitutes less than a quorum, or (ii) the contract, transaction or act shall be authorized, ratified or approved in any other manner permitted by the Maryland General Corporation Laws.

C. To the maximum extent permitted by the Maryland General Corporation Laws, as from time to time amended, the Corporation shall indemnify its currently acting and its former directors, officers, agents and employees and those

BOOK 176 PAGE 410

persons who, at the request of the Corporation, serve or have served another corporation, partnership, joint venture, trust, or other enterprise in one or more of such capacities.

D. The Board of Directors shall have power, from time to time, to fix and determine and to vary the amount of working capital of the Corporation; to determine whether any, and if any, what part, of the surplus of the Corporation or the net profits arising from its business shall be declared in dividends and paid to the stockholders, subject, however, to the provisions of the Charter, and to direct and determine the use and disposition of any of such surplus or net profits. The Board of Directors may, in its discretion, use and apply any of such surplus or net profits in purchasing or acquiring any of the shares of stock of the Corporation, or any of its bonds or other evidences of indebtedness, to such extent and in such manner and upon such lawful terms as the Board of Directors shall deem expedient.

E. The Corporation reserves the right to make, from time to time, any amendments of its Charter which may now or hereafter be authorized by law, including any amendments changing the terms of any class of its stock by classification, reclassification or otherwise, but no such amendment which changes the terms shall be valid, unless such change of terms shall have been authorized by the holders of a majority of all such stock, at the time outstanding, by a vote at a meeting, or in writing, with or without a meeting unless a larger vote be provided for hereafter.

F. No holders of stock of the Corporation, of whatever class, shall have any preferential right of subscription to any shares of any class or to any securities convertible into shares of the Corporation, nor any right of subscription to any thereof, other than such, if any, as the Board of Directors, in its discretion, may fix; and any shares or convertible securities, which the Board of Directors may determine to offer for subscription to the holders of stock, may, as said Board of Directors shall determine, be offered to holders of any class or classes of stock at the time existing to the exclusion of holders of any or all other classes at the time existing.

BOOK 176 PAGE 411

G. Except as provided or limited by law any action to be taken or authorized by the affirmative vote of the holders of any designated proportion of the shares of the Corporation, or to be otherwise taken or authorized by vote of the stockholders, such action shall be effective and valid if taken or authorized by the affirmative vote of a majority of the total number of votes entitled to be cast thereon except as otherwise provided in this Charter.

H. The Board of Directors shall have power, subject to any limitations or restrictions herein set forth or imposed by law, to classify or reclassify any unissued shares of stock, whether now or hereafter authorized, by fixing or altering in any one or more respects, from time to time, before issuance of such shares, the preferences, rights, voting powers, restrictions, and qualifications of, the dividends on, the times and prices of redemption of, and the conversion rights of such shares.

I. The Board of Directors shall have power to declare and authorize the payment of stock dividends, whether or not payable in stock of one class, to holders of stock of another class or classes; and shall have authority to exercise, without a vote of stockholders, all powers of the Corporation, whether conferred by law or these Articles, to purchase, lease or otherwise acquire the business, assets or franchises, in whole or in part, of other corporations or unincorporated business entities.

FIFTH: The post office address of the principal office of the Corporation in this state is: 33 Hudson Street, Annapolis, Maryland 21401. The Resident Agent of the Corporation is: Jeffrey Abarbanel, whose post office address is: 36 S. Charles Street, 2300 Charles Center South, Baltimore, Maryland 21201. Said Resident Agent is a citizen of the State of Maryland, and actually resides therein.

SIXTH The total number of shares of stock which the Corporation has authority to issue is One Hundred Thousand (100,000) shares of the par value of One (\$1.00) Dollar each, all of which shares are of one class and are designated common stock. The aggregate par value of all shares having par value is One Hundred Thousand (\$100,000.00) Dollars.

BOOK 176 PAGE 412

SEVENTH: The number of directors of the Corporation shall be not less than one, which number may be increased pursuant to the By-Laws of the Corporation, and so long as there are less than three stockholders, the number of directors may be less than three, but not less than the number of stockholders, and the name of the director who shall act until the first meeting or until his successors are duly chosen and qualified, is J. Kent McNew.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation, and I acknowledge the same to be my act.

November 8, 1985

Witness:

Tamara S. Pap Jeffrey H. Houlton

CLERKS NOT
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AVAILA

BOOK 176 PAGE 413

02 AM

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME	3:35	MO.	DAY	YEAR
		11	12	85
30	ORG. & CAP. TAX			
34	RECORDING FEE			
	ADDITIONAL TAXES			
	OTHER			
44	TOTAL			
	CHECK			
	APPROVED BY			
				A

(52)

att

Fedder & Gorton
36 S. Charles St.
Baltimore, Md 21201

1985 NOV - 8 P 3:35

2760 1485

0000 0413

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 176 Page 414
ARTICLES OF INCORPORATION
OF
PACEWAY CONVENIENCE STORES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 08, 1985 AT 03:35 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED. *[Signature]*

RECORDED IN LIBER 2760, FOLIO 1477, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID:
\$ 20

RECORDING FEE PAID:
\$ 24

SPECIAL FEE PAID:
\$

D2029742

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.

[Signature]



A 189348

2760-1477

CLERKS NOTAT
BEST COPY
AVAILABLE

BOOK 176 PAGE 415

CRAIN RESOURCE ENTERPRISE, INC.

ARTICLES OF INCORPORATION

FIRST: I, Christopher H. Hill, whose address is 200 Hospital Drive, Empire Medical Building, Suite 113, Glen Burnie, Maryland 21061, being over eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereafter referred to as the "Corporation") is "Crain Resource Enterprise, Inc."

THIRD: The purposes for which the Corporation is formed are:

(a) To engage in real estate construction activities, engage in real property transactions, engage in commercial construction, and to act in the field of real estate and land development in Anne Arundel County, Maryland and making investments in furtherance of that purpose and disbursements reasonably related thereto. In addition, the Corporation may engage in any other lawful purpose and/or business which a corporation may legally enter into.

(b) To do anything permitted by Section 2-103 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time.

FOURTH: The address of the principal office of the Corporation in this state is 200 Hospital Drive, Suite 113, Glen Burnie, Maryland 21061. The name and post office address of the Resident Agent of the Corporation in this state is Christopher H. Hill, 200 Hospital Drive, Empire Medical Building, Suite 113, Glen Burnie, Maryland 21061. Said resident agent is an individual actually residing in this state and is at least eighteen (18) years old.

FIFTH: The total number of shares of capital stock which the corporation has authority to issue is five thousand (5,000) shares of common stock, without par value.

Witness my hand and seal of office this 25th day of February, 1986, at Glen Burnie, Maryland.

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 FEB 25 AM 9:15

E. AUBREY COLLISON
CLERK

53428165

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0000 0415

BOOK 176 Page 416

SIXTH: The number of Directors of the Corporation shall be two (2), which number may be increased or decreased pursuant to the by-laws of the corporation, but shall never be less than three (3), provided that:

(1) If there is no stock outstanding, the number of directors may be less than three but not less than one; and

(2) If there is stock outstanding and so long as there are less than three stockholders, the number of directors may be less than three but not less than the number of stockholders.

The name of the director who shall act until the first annual meeting or until his successors are duly chosen and qualified is Christopher H. Hill.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the corporation and of the directors and stockholders.

(1) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized.

(2) The Board of Directors of the Corporation may classify or reclassify any unissued shares by fixing or altering in any one or more respects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of redemption of, and the conversion rights of, such shares.

The enumeration and definition of a particular power of the Board of Directors included in the foregoing shall in no way be limited or restricted by reference to or inference from the terms of any other clause of this or any other article of the Charter of the corporation, or construed as or deemed by inference or otherwise in any manner to exclude or limit any powers conferred upon the Board of Directors under the General Laws of the State of Maryland or hereafter in force.

Law office of
Christopher Harris Hill
Empire Medical Building
200 Maryland Drive, Suite 111
Crown Heights, Maryland 21031
(301) 766-8111

CLERKS NOTAT
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AVAILABL

BOOK 176 Page 417

EIGHTH: Except as may otherwise be provided by the Board of Directors of the Corporation, no holder of any shares of the stock of the corporation shall have any pre-emptive right to purchase, subscribe for, or otherwise acquire any shares of stock of the corporation of any class now or hereafter authorized, or any securities exchangeable for or convertible into such shares, or any warrants or other instruments evidencing rights or options to subscribe for, purchase or otherwise acquire such shares.

NINTH:

(a) As used in this Article NINTH, any word or words that are defined in Section 2-418 of the Corporations and Associations Article of the Annotated Code of Maryland (the "Indemnification Section"), as amended from time to time, shall have the same meaning as provided in the Indemnification Section.

(b) The Corporation shall indemnify a present or former director or officer of the Corporation in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section.

(c) With respect to any corporate representative other than a present or former director or officer, the Corporation may indemnify such corporate representative in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section; provided, however, that to the extent a corporate representative other than a present or former director or officer successfully defends on the merits or otherwise any proceeding referred to in subsections (b) or (c) of the Indemnification Section or any claim, issue or matter raised in such proceeding, the Corporation shall not indemnify such corporate representative other than a present or former director or officer under the Indemnification Section unless and until it shall have been determined and authorized in the specific case by (i) an affirmative vote at a duly constituted meeting of a majority of the Board of Directors who were not parties to the proceeding; or (ii) an affirmative vote, at a duly constituted meeting of a majority of all the votes cast by stockholders who were not parties to the

Law Office of
Christopher Harris Hill
800 North Market Street, Suite 111
Baltimore, Maryland 21202
(410) 766-8193

CLERKS NOT
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BOOK 176 Page 418

proceeding, that indemnification of such corporate representative other than a present or former director or officer is proper in the circumstances.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 1 day of March, 1985 and I acknowledge the same to be my act.

WITNESS:

Bonnie S. Breen

Christopher H. Hill

va/49

Law office of
Christopher Harris Hill
Empire Medical Building
200 Hospital Drive, Suite 111
Cedar Rapids, Iowa 52401
(319) 399-4745

BOOK 176 PAGE 419

02

15

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME	MO.	DAY	YEAR
9.30	11	8	85
20	ORG. & CAP. FEE		
20	RECORDING FEE		
	LIMITED PARTNERSHIP FEE		
	OTHER		
40	TOTAL CASH <input type="checkbox"/> APPROVED BY		
	CHECK <i>SPC</i>		

(52)

stk

Christopher Hill
200 Hospital Dr, #113
Glen Burnie, Md 21061

2760 1476

0000 6419

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 176 PAGE 420

ARTICLES OF INCORPORATION
OF
CRAIN RESOURCE ENTERPRISE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 08, 1985 AT 09:30 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2760 , FOLIO 1471 , OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID:
\$ 20

RECORDING FEE PAID:
\$ 20

SPECIAL FEE PAID:
\$

D2029734

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.

[Signature]



A 189347

BOOK 176 PAGE 421

ARTICLES OF INCORPORATION
OF
COLT CONTRACTORS, INC.

(A Maryland Close Corporation
Organized Pursuant to Title Four of the
Corporations and Associations
Article of the Annotated Code of Maryland)

THIS IS TO CERTIFY:

FIRST: That the undersigned, Christopher W. Nicholson,
whose post office address is 1800 Munsey Building, 7 North
Calvert Street, Baltimore, Maryland 21202, being of full legal
age, does hereby form a corporation under and by virtue of the
General Laws of the State of Maryland authorizing the formation
of corporations.

SECOND: The name of the corporation (which is herein-
after called the "Corporation") is COLT CONTRACTORS, INC.

THIRD: The Corporation shall be a close corporation as
authorized by Title Four of the Corporations and Associations
Article of the Annotated Code of Maryland.

FOURTH: The purposes for which the Corporation is
formed and the business or objects to be carried on and promoted
by it are as follows:

- (a) To engage in the business of
industrial, commercial and residen-
tial construction, renovation and
rehabilitation.

RECEIVED FOR RECORD
CIRCUIT COURT, BALTIMORE COUNTY

1986 FEB 25 AM 9:15

E. AUBREY COLLISON
CLERK

53178289

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BOOK 176 PAGE 422

To solicit, bid for, and perform all things proper, incidental and conducive to the accomplishment of the foregoing purposes.

- (b) To purchase, lease and otherwise acquire, hold, mortgage, convey and otherwise dispose of all kinds of property, both real and personal, solely or in partnership, both in this State and in any part of the World.
- (c) To carry on any other business or businesses which may be calculated directly or indirectly to effectuate the aforesaid objects or any of them, and to facilitate the transaction by the Corporation of the aforesaid business or any part thereof, or the transaction of any other business which may be conducted either directly or indirectly to enhance the value of its assets and property. It is the intention that the above clause shall in no way be limited or restricted by reference to or inference from any other clauses of this paragraph or any other clauses or paragraphs of these Articles of Incorporation, but that the objects, purposes and powers specified in this paragraph and in each of the clauses and paragraphs of these Articles shall be independent objects, purposes and powers. And in general to exercise and enjoy all other privileges, rights and powers granted to or conferred upon corporations by the General Laws of the State of Maryland, now or hereafter in force. The enumeration of special powers, as herein specified, not being intended to exclude or to be construed as a waiver or limitation of any such other powers, rights and privileges.

FIFTH: The post office address of the place at which the principal office of the Corporation in this State will be located is 30 Severndale Road, Severna Park, Maryland 21146, and the name and the post office address of the resident agent of the corporation is

BOOK 176 PAGE 423

Charles F. Besche, 30 Severndale Road, Severna Park, Maryland, 21146, and the said Charles F. Besche is a citizen of the State of Maryland and actually resides therein.

SIXTH: The total amount of the authorized capital stock of the Corporation is five thousand (5,000) shares, without nominal or par value.

SEVENTH: The Corporation elects to have no Board of Directors. Until the election to have no Board of Directors becomes effective, there shall be one (1) Director, whose name is Charles F. Besche.

EIGHTH: No contract or other transaction between this Corporation and any other corporation shall in any way be affected, or invalidated by the fact that any of the directors of this Corporation is pecuniarily or otherwise interested in, or is a director or officer of, such other corporation; any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact of the common directorship or interest is disclosed or known to the Board of Directors and the Board authorizes, approves or ratifies the contract or transaction by the affirmative vote of a majority of disinterested directors even if the disinterested directors constitute less than a quorum or the contract or transaction is fair and reasonable to this Corporation.

NINTH: (1) As used in this Article NINTH, any word or words that are defined in Section 2-418 of the Corporations and

BOOK 176 Page 424

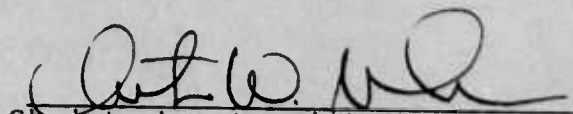
Associations Article of the Annotated Code of Maryland, as amended from time to time (the "Indemnification Section"), shall have the same meaning as provided in the Indemnification Section.

(2) The Corporation shall indemnify and advance expenses to a director or officer of the Corporation in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section.

(3) With respect to an employee or agent, or corporate representative other than a director or officer, of the Corporation, the Corporation may, as determined by the Board of Directors of the Corporation, indemnify and advance expenses to such employee, agent or corporate representative in connection with a proceeding to the extent permitted by and in accordance with the Indemnification Section.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation and acknowledged the same to be my act this 11th day of November, 1985.

WITNESS:



(SEAL)
Christopher W. Nicholson

CORP.#1WD(#4)/1-4

BOOK 176 PAGE 425

CERTIFIED
COPY, MADE

02 *[Signature]*

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME	11:00	MO.	11	DAY	13	YEAR	85
20	ORG. & CAP. FEE						
20	RECORDING FEE						
	LIMITED PARTNERSHIP FEE						
10	OTHER	ICC-4					
50	TOTAL	CASH	<input type="checkbox"/>	APPROVED BY			
		CHECK	<input checked="" type="checkbox"/>	<i>[Signature]</i>			

(52)

stk

Blum, Yumkas, Mailman, et al
7 N. Calvert St
Balto Md 21202

00 11 13 85

2760 0055

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CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 176 VOL. 426
ARTICLES OF INCORPORATION
OF
COLT CONTRACTORS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 13, 1985 AT 11:00 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED. 5

RECORDED IN LIBER 2760 , FOLIO 791 , OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID:
\$ 20

RECORDING FEE PAID:
\$ 20

SPECIAL FEE PAID:
\$

D2029312

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE

David W. Feltner



A 189340

2760 0791

ASYNCHRONOUS COGNITIVE ARCHITECTURES, INC.

ARTICLES OF INCORPORATION

FIRST: I, David D. Olmsted, whose post office address is 8632 Houlton Harbour, Pasadena MD 21122, being at least eighteen (18) years of age, am hereby forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereafter called the "Corporation") is Asynchronous Cognitive Architectures, INC.

THIRD: The purposes for which the Corporation is formed are:

(1) To engage in the business of consulting, research and development, manufacturing and to perform in connection therewith any and all related services and to engage in any and all activities incident thereto;

(2) To enter into partnerships, joint ventures, and other business associations for any lawful purpose;

(3) To purchase, lease and otherwise acquire hold, mortgage and otherwise dispose of all kinds of property, real, personal and mixed, both in this state and in any part of the world; and

(4) To do anything permitted by Section 9 of Article 23 of the Maryland Annotated Code (1957 edition, as amended).

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 FEB 25 AM 9:15

E. AUBREY COLLISON
CLERK

53178264

2760 0777

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BOOK 176 PAGE 428

FOURTH: The post office address of the principal office of the Corporation in this State is 8632 Houlton Harbour,
✓ P.O. Box 320, Pasadena, Maryland 21122. The name and
post office address of the Resident Agent of the
Corporation in this State is David D. Olmsted
✓ 8632 Houlton Harbour, Pasadena, Maryland 21122.
Said resident agent is an individual actually residing
in this State.

FIFTH: The total number of shares of capital stock which the Corporation has authority to issue is five thousand (5000) shares of common stock without par value.

SIXTH: The number of directors of the Corporation shall be two (2), which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than (3). The names of the directors, who shall act until the first annual meeting and until their successors shall be duly chosen and qualify shall be:

David D. Olmsted
Kathleen A. Adams
Mark Kelty

2760 0778

0000 6428

BOOK 176 Page 429

SEVENTH: Except as may otherwise be provided by the Board of Directors, no holder of any shares of the stock of the Corporation shall have any pre-emptive right to purchase, subscribe for, or otherwise acquire any shares of stock of the Corporation of any class now or hereafter authorized, or any securities exchangeable for or convertible into such shares, or any warrants or other instruments evidencing rights or options to subscribe for, purchase or otherwise acquire such shares.

EIGHTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

1. The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or any securities exchangeable for or convertible into such shares, or any warrants or other instruments evidencing rights or options to subscribe for, purchase or otherwise acquire such shares.

2. The Board of Directors may classify or reclassify any unissued shares of the stock of the Corporation of any class now or hereafter authorized by fixing or altering in any one or more respects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of redemption of, and the conversion rights of, such shares.

3. Any director, individually, or any firm of which any director may be a member, or any corporation or association of which any director may be an officer or director or in which any director may be interested as the holder of any amount of its capital stock or otherwise, may be a party to, or be pecuniarily or otherwise interested in, any contract or transaction of the Corporation, and in the absence of fraud no contract or other transaction shall be thereby affected or invalidated; provided, however, that in the event that a director, or any firm of which a director is a member, or any corporation or association of which a director may be an officer or director is so interested, such fact shall be disclosed or shall have been known to the Board of Directors of the Corporation or a majority thereof, and any director of the Corporation who is also a director or officer of or interested in such other corporation or association, or who, or the firm of which he is a member, is so interested, may be counted in determining the existence of a quorum at the meeting of the Board of Directors of the Corporation which shall authorize, ratify, or confirm any such

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contract or transaction, and may vote thereat to authorize, ratify, or confirm any such contract or transaction ~~with like force and effect~~ as if he were not such a director or officer of such other corporation or association or not so interested or a member of a firm so interested.

4. The Corporation reserves the right to amend its charter so that such amendment may alter the contract rights, as expressly set forth in the charter, of any outstanding stock, and no objecting stockholder whose rights may or shall be thereby substantially adversely affected shall be entitled to the same rights as an objecting stockholder in the case of a consolidation or merger.

The enumeration and definition of a particular power of the Board of Directors included in the foregoing shall in no way be limited or restricted by reference to or inference from the terms of any other clause of this or any other article of the charter of the Corporation, or construed as or deemed by inference or otherwise in any manner to exclude or limit any powers conferred upon the Board of Directors under the General Laws of the State of Maryland now or hereafter in force..

NINTH: The Corporation shall provide any indemnification required or permitted by the laws of Maryland and shall indemnify directors, officers, agents and employees as follows:

1. The Corporation shall indemnify any director or officer of the Corporation who was or is a party or is threatened to be made a party to any threatened, pending, or completed action, suit or proceeding, whether civil, criminal, administrative, or investigative (other than an action by or in the right of the Corporation) by reason of the fact that he is or was such director or officer or an employee or agent of the Corporation, or is or was serving at the request of the Corporation as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise, against expenses (including attorneys' fees), judgments, fines, and amounts paid in settlement actually and reasonably incurred by him in connection with such action, suit, or proceeding if he acted in good faith and in a manner which he reasonably believed to be in or not opposed to the best interests of the Corporation, and, with respect to any criminal action or proceeding, had no reasonable cause to believe his conduct was unlawful. The termination of any action, suit, or proceeding by judgment, order, settlement, conviction, or upon a plea of nolo contendere or its equivalent, shall ~~not~~, of itself, create a presumption that the person did not act in good faith and in a manner which he reasonably believed to be in or not opposed to the best interests of the Corporation, and, with respect to any criminal action or proceeding, had reasonable cause to believe that his conduct was unlawful.

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2. The Corporation shall indemnify any director or officer of the Corporation who was or is a party or is threatened to be made a party to any threatened, pending, or completed action or suit by or in the right of the Corporation to procure a judgment in its favor or by reason of the fact that he is or was such a director or officer or an employee or agent of the Corporation, or is or was serving at the request of the Corporation as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust or other enterprise, against expenses (including attorneys' fees) actually and reasonably incurred by him in connection with the defense or settlement of such action or suit if he acted in good faith and in a manner he reasonably believed to be in or not opposed to the best interests of the Corporation, except that no indemnification shall be made in respect of any claim, issue, or matter as to which such person shall have been adjudged to be liable for negligence or misconduct in the performance of his duty to the Corporation unless and only to the extent that the court in which such action or suit was brought, or any other court having jurisdiction in the premises, shall determine upon application that, despite the adjudication of liability but in view of all circumstances of the case, such person is fairly and reasonably entitled to indemnity for such expense which such court shall deem proper.

3. To the extent that a director or officer of the Corporation has been successful on the merits or otherwise in defense of any action, suit, or proceeding referred to in paragraphs 1 or 2 of this Article NINTH or in defense of any claim, issue, or matter therein, he shall be indemnified against expense (including attorneys' fees) actually and reasonably incurred by him in connection therewith, without the necessity for the determination as to the standard of conduct as provided in paragraph 4 of this Article NINTH.

4. Any indemnification under paragraph 1 or 2 of this Article NINTH (unless ordered by a court) shall be made by the Corporation only as authorized in the specific case upon a determination that indemnification of the director or officer is proper in the circumstances because he has met the applicable standard of conduct set forth in paragraph 1 or 2 of this Article NINTH. Such determination shall be made (a) by the Board of Directors of the Corporation by a majority vote of a quorum consisting of directors who were not parties to such action, suit, or proceeding or (b) if such a quorum is not obtainable, or, even if obtainable, if such a quorum of disinterested directors so directs, by independent legal counsel (who may be regular counsel for the Corporation) in a written opinion; and any determination so made shall be conclusive.

5. Expenses incurred in defending a civil or criminal action, suit, or proceeding may be paid by the Corporation in advance of the final disposition of such action, suit or proceeding,

BOOK 176 PAGE 432

as authorized in the particular case, upon receipt of an undertaking by or on behalf of the director or officer to repay such amount unless it shall ultimately be determined that he is entitled to be indemnified by the Corporation as authorized in this section.

6. Agents and employees of the Corporation who are not directors or officers of the Corporation may be indemnified under the same standards and procedures set forth above, in the discretion of the Board of Directors of the Corporation.

7. Any indemnification pursuant to this Article NINTH shall not be deemed exclusive of any other rights to which those indemnified may be entitled and shall continue as to a person who has ceased to be a director or officer and shall inure to the benefit of the heirs, executors, and administrators of such a person.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 8 day of Nov, 1985, and I acknowledge the same to be my act.

X David David Olsky

2760 0782

0000 0432

CLERKS NOTATION
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AVAILABLE

BOOK 176 PAGE 433

02 *NSM*

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME MO. DAY YEAR
10:00 11 13 85

20	ORG. & CAP. FEE
22	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
42	TOTAL CASH <input type="checkbox"/> APPROVED BY
	CHECK <i>NSM</i>

(52)

stk

8.
Asynchronous Cognitive
Architectures, Inc.
P.O. Box 320
Pasadena, Md 21122

2760 0783

0000 0433

CLERKS NOTATION
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AVAILABLE

BOOK 176 PAGE 434

ARTICLES OF INCORPORATION
OF
ASYNCHRONOUS COGNITIVE ARCHITECTURES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 13, 1985 AT 10:00 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2760 , FOLIO 776 , OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID
\$ 20

RECORDING FEE PAID
\$ 22

SPECIAL FEE PAID
\$

D2029296

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.

David W. Fisher



A 189338

2760 0776

BOOK 176 PAGE 435
ARTICLES OF INCORPORATION
OF
AUTO FAIR, INC.
"A CLOSE CORPORATION"

FIRST: The undersigned, Paul Randazzo, Jr., whose post office address is 104 Ralph Road, Glen Burnie, MD 21061, being at least twenty-one (21) years of age, does hereby act as incorporator with the intention of forming a close corporation under and by virtue of the general laws of the State of Maryland. The corporation formed herein shall be "A Close Corporation" as authorized by Title 4, Corporations and Associations Article of the Annotated Code of Maryland, and Supplement.

SECOND: The name of the corporation (which is hereinafter referred to as "Corporation") is: "AUTO FAIR, INC."

THIRD: The purposes for which the corporation is formed are as follows:

(A) To engage in the automobile hauling and towing; wholesale and retail sale of automobiles and trucks; financing and leasing of automobiles and trucks, repair and maintenance; body, frame and paint of individual, commercial and industrial vehicles of all types, new and old; and to engage in the general hauling, towing; wholesale and retail sale; financing and leasing; repair and body shop business as general contractors or otherwise.

(B) To purchase, lease, or otherwise acquire all or any part of the property, rights, businesses, contracts, good-will, franchises, and assets of every kind, of any corporation, co-partnership or individual (including the estate of a decedent), carrying on or having carried on in whole or in part any of the aforesaid businesses or any other businesses that the Corporation may be authorized to carry on, and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof, and to pay for any such property, rights, business, contracts, good-will, franchises or assets by the issue, in accordance with

RECEIVED FOR RECORD
CIRCUIT COURT, L.A. COUNTY

1986 FEB 25 AM 9:15

E. AUBREY COLLISON
CLERK

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2760 0669

BOOK 176 PAGE 436

the laws of Maryland, of stock, bonds, or other securities of the Corporation.

(C) To apply for, obtain, purchase or otherwise acquire, any patents, copyrights, licenses, trademarks, rights, processes, formulas, and the like, which might be used for any of the purposes of the Corporation; and to use, exercise, develop, grant licenses in respect of, sell, and otherwise turn to account, the same.

(D) To purchase or otherwise acquire, hold and re-issue shares of its capital stock of any class; and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge or otherwise dispose of, any shares of stock of or voting trust certificates for any shares of stock or, any bonds or other securities or evidences of indebtedness issued or created by any other corporation or association organized under the laws of the State of Maryland or any other state, territory, district, colony or dependency of the United States of America, or any foreign country, and while the owner or holder of any such shares of stock, voting trust certificates, bonds or other obligations, to possess and exercise in respect thereof any and all of the rights, powers and privileges of ownership, including the right to vote on any shares of stock so held or owned; and upon a distribution of the assets or a division of the profits of this Corporation, to distribute any such shares of stock, voting trust certificates, bonds or other obligations, or the proceeds thereof, among the stockholders of this Corporation.

(E) To guarantee the payment of dividends upon any shares of stock of, or the performance of any contract, by any other corporation or association in which the Corporation has an interest, and to endorse or otherwise guarantee the payment of the principal and interest, or either, of any bonds, debentures, notes, securities or other evidences of indebtedness created or issued by any such other corporation or association.

(F) To loan or advance money with or without security, without limitation as to amount; and to borrow or raise money for

2760 0670

BOOK 176 Page 437

any of the purposes of the Corporation and to issue bonds, debentures, notes or other obligations of any nature, and in any manner permitted by law, for money so borrowed or in payment for property purchased, or for any other lawful consideration, and to secure the payment thereof and the interest thereon, by mortgage or any part of the property of the Corporation, real or personal, including contract rights; and to sell, pledge, discount or otherwise dispose of such bonds, notes, or other obligations of the Corporation for its corporate purposes.

(G) To carry on any of the businesses herein before enumerated for itself, or for account of others, or through others for its own account, and to carry on any other business which may be deemed by it to be calculated, directly or indirectly, to effectuate or facilitate the transaction of the aforesaid objects or businesses, or any of them, or any part thereof, or to enhance the value of its property, business or rights.

(H) To carry out all or any part of the aforesaid purposes, and to conduct its business in all or any part of its branches in any and all states, territories, districts, colonies, and dependencies of the United States of America and in foreign countries; and to maintain offices and agencies in any or all of the aforesaid places.

(I) The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, objects or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the Corporation. Nothing herein shall be construed as an attempt to secure powers not obtainable or exercisable by corporations organized under the laws of Maryland.

FOURTH: The post office address of the principal office of the Corporation in this State is 104 Ralph Road, Glen Burnie, MD 21061. The name and post office address of the resident agent of the Corporation in this state is Paul Randazzo, Jr., 104 Ralph Road, Glen Burnie, MD 21061. The said resident agent is a citizen of this state and actually resides herein. 2760 0671

BOOK 176 Page 438

FIFTH: The total number of shares of stock which the Corporation has authority to issue is five thousand (5,000) shares of no par value, being all of one class, i.e., common stock, and owned by Dominick Randazzo and Paul Randazzo, at equal amounts of 2500 shares each.

SIXTH: The Corporation shall have no Board of Directors from and after the date of the first organizational meeting of the Corporation next following the acceptance of these articles of Incorporation by the State Department of Assessment and Taxation; the names of the Directors who shall act until the said organizational meeting are Paul Randazzo, Jr., President, 104 Ralph Road, Glen Burnie, MD 21061; Dominick Randazzo, Vice President, 31 Cedar Drive, Glen Burnie, MD 21061; Leona A. Randazzo, Secretary-Treasurer, 104 Ralph Road, Glen Burnie, MD 21061.

SEVENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on the 12TH day of NOVEMBER, 1985.

Paul Randazzo, Jr. (SEAL)
Paul Randazzo, Jr.

STATE OF MARYLAND

ANNE ARUNDEL COUNTY, to-wit

I HEREBY CERTIFY that on this 12 day of November, 1985, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Paul Randazzo, Jr., and he acknowledged the foregoing Articles of Incorporation to be his act.

AS WITNESS my hand and notarial seal.

Commission Expires:

PATRICIA F. BAKER
NOTARY PUBLIC STATE OF MARYLAND
My Commission Expires July 1, 1986

Patricia F. Baker
Notary Public

2760 0672

BOOK 176 PAGE 439

12

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STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
TIME 2:30 NO. 11 DAY 12 YEAR 85

(52)

20	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
10	OTHER ICC-4
50	TOTAL CASH <input type="checkbox"/> APPROVED BY
	CHECK <input checked="" type="checkbox"/> <i>PCN</i>

rtk

Earl Omer
1756 Belle Ct
Mullersville, Md 21108



2580 0875

2760 0673

0000 0439

CLERKS NOTATION
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AVAILABLE

BOOK 176 PAGE 440
ARTICLES OF INCORPORATION
OF
AUTO FAIR, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 12, 1985 AT 02:30 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED. 5

RECORDED IN LIBER 2760, FOLIO OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID:
\$ 20

RECORDING FEE PAID:
\$ 20

SPECIAL FEE PAID:
\$

D2029148

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.

William W. Frazier



A 189323

2760 0668

BOOK 176 PAGE 441

VANCO ENTERPRISES, INC.
A Maryland Close Corporation
ARTICLES OF INCORPORATION

FIRST: I, VICTOR GERALD VANOUS, 3067 Aberdeen Road, Annapolis, Maryland, being at least eighteen (18) years of age, do hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereafter referred to as the "Corporation") is VANCO ENTERPRISES, INC.

THIRD: The Corporation shall be a close corporation as authorized by Title 4, Corporations and Associations Article, Annotated Code of Maryland.

FOURTH: The purposes for which the Corporation is formed are:

- 1) To engage in the business of general contracting.
- 2) To engage in the business of roofing and the sale of related products.
- 3) To purchase or otherwise acquire, hold, mortgage, pledge, sell, transfer, or in any manner encumber or dispose of goods, wares, merchandise, implements, and other personal property or equipment of every kind, for the furtherance of Nos. 1 and 2 above.
- 4) To purchase, lease or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let, or in any manner encumber or dispose of real property wherever situated, for the furtherance of Nos. 1 and 2 above.
- 5) To loan or advance money with or without security, without limit as to amount; and to borrow or raise money for any of the purposes of the Corporation and to issue bonds, debentures, notes or other obligations of any nature, and in any manner permitted by law, for money so borrowed or in payment for property purchased, or for any other lawful consideration, and to secure the payment thereof and of the interest thereon, by mortgage upon, or pledge or conveyance or assignment in trust of, the whole or any part of

1986 FEB 25 AM 9:15
E. AUGREY COLLISON
CLERK

ERIC PELTOSALO
Attorney at Law
33 West Street
P. O. Box 1581
Annapolis, MD 21404
263-4559 (Annap.)
269-7513 (Balto.)

BOOK 176 PAGE 442

the property of the Corporation, real or personal, including contract rights, whether at the time owned or thereafter acquired; and to sell, pledge, discount or otherwise dispose of such bonds, notes, or other obligations of the Corporation for its corporate purposes, for the furtherance of Nos. 1 and 2 above.

6) To carry on any of the businesses hereinbefore enumerated for itself, or for the account of others, or through others for its own account, and to carry on any other business which may be deemed by it to be calculated, directly or indirectly, to effectuate or facilitate the transaction of the aforesaid objects or businesses, or any of them or any part thereof, or to enhance the value of its property, businesses or rights.

7) To carry out all or any part of the aforesaid purposes, and to conduct its business in all or any of its branches in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries; and to maintain offices and agencies in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries.

8) To maintain margin accounts and make short sales of all kinds and descriptions.

9) To acquire good will, trade name, rights and property and to undertake the whole or any part of the assets and liabilities of any person, firm, association or corporation engaged in a similar business, and to pay for same in cash and stock of this Corporation or otherwise.

10) To acquire by subscription, purchase, exchange, or to otherwise acquire and hold for investment or otherwise to sell, use, dispose, pledge, mortgage or hypothecate any bonds, stocks or other obligations of any corporation while the owner thereof, to exercise all of the rights, powers and privileges of ownership thereof, to borrow money and issue notes and bonds as authorized by the laws of this state and to execute mortgages, deeds of trust,

2760 0395

BOOK 176 PAGE 443

or other forms of contracts and securities for same and guaranteeing the payment thereof.

11) To do anything permitted by Section 2-103 of the Corporation and Associations Articles of the Annotated Code of Maryland, as amended from time to time.

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object or business method, or to limit or restrict any of the powers of the Corporation and provisions herein expressed and subject in all particulars to the limitations relative to corporations which are contained in the General Laws of this state.

FIFTH: The post office address of the principal office of the Corporation is 3067 Aberdeen Road, Annapolis, Maryland. The name of the Resident Agent of the Corporation in this state is VICTOR GERALD VANOUS, 3067 Aberdeen Road, Annapolis, Maryland. Said Resident Agent is a citizen actually residing in this state.

SIXTH: The total number of shares of capital stock which the Corporation has authority to issue is Five Thousand (5,000) shares of common stock, without par value.

SEVENTH: The number of directors of the Corporation shall be one (1) until the organizational meeting, at which time the Board of Directors shall be dissolved and management of the Corporation shall proceed as specified in Title 4-303 Corporations and Associations, Annotated Code of Maryland. The name of the director who shall act until the organizational meeting is: VICTOR GERALD VANOUS, 3067 Aberdeen Road, Annapolis, Maryland. The corporation, however, reserves the right at any time hereafter to amend the By-Laws

ERIC PELTOSALO
Attorney at Law
33 West Street
P. O. Box 1581
Annapolis, MD 21404
263-4559 (Annap.)
269-7513 (Balto.)

2760 0396

BOOK 176 PAGE 444

to provide for a Director or Board of Directors, the manner in which it from time to time may be constituted and the powers from time to time to be exercised by such Director or Board of Directors.

EIGHTH: The Corporation shall provide any indemnification required or permitted by the laws of Maryland and shall indemnify directors, officers, agents and employees as follows:

1) The Corporation shall indemnify any director, officer or shareholder of the Corporation who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative (other than any action by or in the right of the Corporation) by reason of the fact that he is or was such director, officer, shareholder, employee or agent of the Corporation, or is or was serving at the request of the Corporation as a director, officer, shareholder, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, against expenses (including attorney fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him in connection with such action, suit, or proceeding if he acted in good faith and in a manner which he reasonably believed to be in or not opposed to the best interests of the Corporation, and, with respect to any criminal action or proceeding, had no reasonable cause to believe this conduct was unlawful.

2) The Corporation shall indemnify any director, shareholder or officer of the Corporation who was or is a party or is threatened to be made a party of any threatened, pending or completed action or suit by or in the right of the Corporation to procure a judgment in its favor by reason of the fact that he is or was such director, officer, shareholder, employee or agent of the Corporation or is or was serving at the request of the Corporation as a director, officer, shareholder, employee or agent of another corporation,

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BOOK 176 PAGE 445

partnership, joint venture, trust or other enterprise, against expenses (including attorney fees) actually or reasonably incurred by him in connection with the defense or settlement of such action or suit if he acted in good faith and in a manner he reasonably believed to be in or not opposed to the best interests of the Corporation, except that no indemnification shall be made in respect of any claim, issue or matter as to which such person shall have been adjudged to be liable for negligence or misconduct in the performance of his duty to the Corporation unless and only to the extent that the court in which such action or suit was brought, or any other court having jurisdiction in the premises, shall determine upon application that, despite the adjudication of liability but in view of all circumstances of the case, such person is fairly and reasonably entitled to indemnity for such expense which such could or shall deem proper.

3) To the extent that a director, shareholder or officer of the Corporation has been successful on the merits or otherwise in defense of any action, suit or proceeding referred to in Paragraphs 1) and 2) of this ARTICLE EIGHTH or in defense of any claim, issue or matter therein, he shall be indemnified against expense (including attorney fees) actually and reasonably incurred by him in connection therewith, without the necessity for the determination as to the standard of conduct as provided in Paragraph 4) of this ARTICLE EIGHTH.

4) Any indemnification under Paragraph 1) or 2) of this ARTICLE EIGHTH (unless ordered by a court) shall be made by the Corporation only as authorized in the specific case upon a determination that indemnification of the director, shareholder or officer is proper in the circumstances because he has met the applicable standard of conduct set forth in Paragraph 1) or 2) of this ARTICLE EIGHTH. Such determination shall be made: a) by the Board of Directors of the Corporation by a majority vote of a quorum consisting of

ERIC PELTOSALO
Attorney at Law
33 West Street
P. O. Box 1581
Annapolis, MD 21404
263-4559 (Annap.)
269-7513 (Balto.)

BOOK 176 Page 446

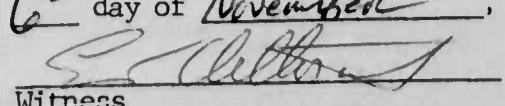
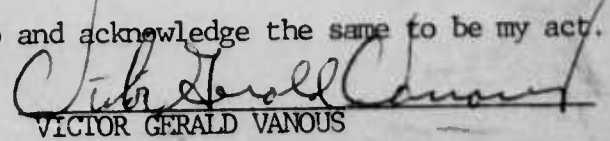
directors who were not parties to such action, suit or proceeding; b) if such a quorum is not obtainable, or, even if obtainable, if such quorum of disinterested directors so directs, by independent legal counsel (who may be regular counsel for the Corporation) in a written opinion; and any determination so made shall be conclusive; or, c) by a majority vote of shareholders who were not parties to such action, suit or proceeding or, if all shareholders were parties to such action, suit or proceeding, then by majority vote of all shareholders.

5) Expenses incurred in defending a civil or criminal action, suit or proceeding may be paid by the Corporation in advance of the final disposition of such action, suit or proceeding as authorized by the Board of Directors or shareholders in the specific case upon receipt of an undertaking by or on behalf of the director, shareholder or officer to repay such amount unless it shall ultimately be determined that he is entitled to be indemnified by the Corporation as authorized in this section.

6) Agents and employees of the Corporation who are not directors or officers of the Corporation may be indemnified under the same standards and procedures set forth above, in the discretion of the Board of Directors of the Corporation or shareholders.

7) Any indemnification pursuant to this ARTICLE EIGHTH shall not be deemed exclusive of any other rights to which those indemnified may be entitled and shall continue as to a person who has ceased to be a director, officer or shareholder and shall inure to the benefit of the heirs and personal representatives of such person.

ERIC PELTOSALO
Attorney at Law
33 West Street
P. O. Box 1581
Annapolis, MD 21404
263-4559 (Annap.)
269-7513 (Balto.)

IN WITNESS WHEREOF, I have signed these ARTICLES OF INCORPORATION this
6th day of November, 1985 and acknowledge the same to be my act.

Witness

VICTOR GERALD VANOUS

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AVAILA

FO, RAA
21403

BOOK 176 PAGE 447

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STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 9:58 MO. DAY YEAR 11-8-85

20	ORG. & CAP. FEE
22	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
42	TOTAL CASH <input type="checkbox"/> CREDIT <input type="checkbox"/>

Eric Peltosalo
PO Box 1581
Annapolis, Md 21404

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CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 176 PAGE 448
ARTICLES OF INCORPORATION
OF
VANCO ENTERPRISES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 08, 1985 AT 09:58 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2766 , FOLIO 393 , OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID:
\$ 20

RECORDING FEE PAID:
\$ 22

SPECIAL FEE PAID:
\$

D2028488

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.

Dean W. Feltner



A 189278

2760 0393

BOOK 176 PAGE 449

ARTICLES OF INCORPORATION
OF

ANNAPOLIS MARBLE INDUSTRIES CORP.

Joe
R60

1. Incorporator. The undersigned, Gregory J. Miner, as incorporator, being at least 18 years of age, does hereby form a corporation under the general laws of the State of Maryland.
2. Name. The name of the corporation, hereinafter called the Corporation, is ANNAPOLIS MARBLE INDUSTRIES CORP.
3. Purposes. The business, objects and purposes for which the corporation is organized are:

FIRST: To specialize in the production, manufacture, sale, distribution, marketing, importing and exporting, financing and delivery of various products including, but not limited to, vanity tops, bath tubs, and floors which products are characterized in part by imitation or duplication of a marble appearance.

SECOND: To specialize in providing all kinds of services associated with or related to the products mentioned or included in subparagraph FIRST above.

THIRD: To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good-will, rights, assets, and liabilities of any person, firm, association or corporation carrying on any kind of business of a similar nature to that which this Corporation is authorized to carry on, pursuant to the provisions of this certificate, and to hold,

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 FEB 25 AM 9:15

E. AUBREY COLLISON
CLERK

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2760 0378

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BOOK 176 PAGE 450

utilize, and in any manner dispose of the rights and property so acquired.

FOURTH: The Corporation shall have the power to do any and all acts and things necessary or useful to its business and purposes and shall have the general, specific and incidental powers and privileges granted to it by statute, including:

-1(a.) To enter into and perform contracts; to acquire and exploit patents, trade marks, trade names, rights of all kinds and related and other interests; to acquire, use, deal in and with, encumber and dispose of real and personal property without limitation including obligations and/or securities; to borrow and lend money and to guarantee the obligations of others for its corporate purposes; to invest and reinvest its funds, and take, hold and deal with real and personal property as security for the payment of funds loaned or invested, or otherwise; to vary any investment or employment of capital of the Corporation from time to time; and to create and/or participate with other corporations and entities for the performance of all undertakings, as partners, joint venturer, or otherwise, and to share or delegate control therewith or thereto.

-1(b.) To pay pensions and establish and carry out pension, profit sharing, stock option, stock purchase, stock bonus, retirement, benefit, incentive or commission plans, and/or other provisions for any or all of its directors, officers and employees, and for any or all of the directors, officers

BOOK 176 PAGE 451

and employees of its subsidiaries; and to purchase insurance for its benefit on the life of any of its directors, officers or employees, or on the life of any shareholder for the purpose of acquiring at his death shares of its stock owned by such shareholder.

-1(c.) To invest in and merge or consolidate with any corporation in such manner as may be permitted by law; to aid in any manner any corporation whose stocks, bonds or other obligations are held or in any manner guaranteed by this corporation, or in which this Corporation is in any way interested; and to do any other acts or things for the preservation, protection, improvement or enhancement of the value of any such stock, bonds or other securities to exercise all the rights, powers and privileges of ownership thereof, and to exercise any and all voting powers thereon; and to guarantee the payment of dividends upon any stock, the principal or interest or both, of any bonds or other securities, and the performance of any contracts.

-1(d.) To do all and everything necessary, suitable and proper for the accomplishment of any of the purposes or the attainment of any of the objects or the furtherance of any of the powers hereinbefore set forth, either alone or in association with other corporations, firms or individuals, and to do every other act or acts, things incidental or appurtenant to or growing out of or connected with aforesaid business or powers or any part or parts thereof, provided

BOOK 176 PAGE 452

the same be not inconsistent with the corporation laws of the State of Maryland and to do all such acts and things and conduct business and have one or more offices and exercise its corporate powers in any and all places, without limitation.

4. Corporate Registered Address and Resident Agent. The registered office address of the principal office of the Corporation is:

✓ 1197 Baltimore-Annapolis Boulevard
Arnold, Maryland 21012

which is located in Anne Arundel County, Maryland.

The name and address of the resident agent of the Corporation in Maryland is:

Mr. John Linarelli
10508 Montrose Avenue #201
Bethesda, Maryland 20814

Said resident agent is a citizen of the State of Maryland and actually resides therein.

5. Stock. The total number of shares of capital stock which the Corporation has authority to issue is 10,000 shares with a par value of \$10.00 per share and the stock shall be all of one class, that is, common voting stock. The aggregate par value of authorized shares is \$100,000.00.

The following is a description of the stock of the Corporation with the preferences, conversion and other rights, voting powers, restrictions, limitations, as to dividends and qualifications of each class:

A. Only one class of stock shall be issued.

BOOK 176 PAGE 453

- B. No preference shall be given as to particular shares of stock.
- C. Shares issued are to be non-convertible common stock.
- D. The owner of owners of the stock of the Corporation shall be entitled to one vote for each share of stock so owned.

6. Internal Affairs. Provisions for the regulation of the internal affairs of the Corporation are:

(1) The Corporation shall indemnify any and of its officers or former officers, or any persons who may have served at its request as an officer of another corporation in which it owns shares of capital stock or of which it is a creditor, against expenses actually and necessarily incurred by them in connection with the defense of any action, suit or proceeding in which they, or any of them, are made parties, or a party, by reason of being or having been officers or an officer of this Corporation or of such other corporation, except in relation to matters as to which any such officer or former officer or persons shall be adjudged in such action, suit or proceeding to be liable for negligence or misconduct in the performance of duty to the corporation. Such indemnification shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any by-law, agreement, vote of shareholders, or otherwise.

(2) The power to make, alter, amend and repeal by-laws is vested in the shareholders.

BOOK 176 Page 454

(3) The private property of the incorporators, shareholders, and officers shall not be subject to the payment of corporate debts.

(4) No shareholders shall be disqualified from voting or acting on behalf of the Corporation in contracting with any other corporation in which he may or she may be a director, officer or a shareholder, nor shall any shareholder of the Corporation be disqualified from voting or acting in its behalf by reason of any personal interest.

7. Directors. The Corporation shall have a board of directors consisting of five (5) directors. The following shall be directors of the Corporation until the organization meeting:

<u>Name</u>	<u>Address</u>
Abdolhossein Ejtemai (Chairman)	119 E. Reed Avenue Alexandria, Virginia 22305
Ghodrat Mostaghim	119 E. Reed Avenue Alexandria, Virginia 22305
Houtan Mostaghim	119 E. Reed Avenue Alexandria, Virginia 22305
Houshang Pakpour	1197 Baltimore-Annapolis Blvd. Arnold, Maryland 21012
Farhang Pakpour	1197 Baltimore-Annapolis Blvd. Arnold, Maryland 21012

8. Duration. The duration of the Corporation shall be perpetual.

9. Pre-Emptive Rights and Transferability of Shares.

(1) The corporation is hereby empowered to issue from time to time its authorized shares, and securities, options, warrants and/or other rights convertible thereinto, for such lawful

BOOK 176 PAGE 455

consideration, whether money or otherwise, as the Board of Directors shall determine, and any shares issued for which the consideration so fixed has been paid or delivered shall be fully paid stock and the holder of such shares shall not be liable for any further call or assessments or any other payment thereon, provided that the actual value of such consideration is not less than the par value of the shares issued.

(2) In proportion to his then ownership of the issued and outstanding shares of the corporation, each owner of the shares of stock of the corporation is hereby granted the preemptive right to purchase any additional shares of the corporation created by amendment of its authorized capital, and any securities, options or warrants convertible thereinto, and any Treasury (reacquired) shares to be sold by the corporation, and any of the original authorized shares to be issued subsequent to the initial issuance of shares following incorporation.

(3) Transferability of the shares of the corporation is restricted in the following manner:

(a) No shares of the stock of this corporation (including other securities convertible thereinto), whether now or hereafter issued, shall descend, or be sold, transferred, assigned, or devised by the owner(s) thereof unless and until (1) a written offer to sell such shares shall have been first delivered to the corporation which shall thereupon and for thirty (30) days be entitled to purchase such shares or any part thereof, and (2) if any shares remain unpurchased by the corporation it shall at any

BOOK 176 PAGE 456

time of its choosing within said thirty (30) days notify its stockholders in writing that they shall each be entitled for thirty (30) days from delivery of the corporation's notice to purchase their respective proportions (pro-rata) of such shares.

(b) The prices to be paid for the shares which shall be set forth in the written offers and notices prescribed above, shall be the fair market value thereof, or, if there is no established market value, the book value thereof ("book value" being the appraised value of all corporate assets and liabilities as of the date of the last balance sheet), or at a price not exceeding the amount offered in writing by a bona fide offer to purchase said shares, whichever shall be higher.

(c) These terms shall be binding upon all stockholders of record, their heirs, executors, administrators and assigns, and shall include transfers by will, gift, intestacy, and all third parties, or otherwise, except that the transfer of shares to the spouse and/or children of the then record owner of said shares may be freely made, and such transfer shall not be restricted or limited by this provision.

(d) All offers and notices, if mailed, shall be deemed to have been delivered on the day mailed, postage prepaid, addressed to the shareholders of the corporation, as above, according to the books of the corporation, and the shares shall be transferable, other than to the corporation's shareholders in the manner required herein, only upon proof of compliance herewith.

BOOK 176 PAGE 457

10. Amendments. The Corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in this manner now or thereafter prescribed by statute, and all rights conferred on stockholders herein are granted subject to this reservation.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on November 5, 1985 and acknowledge the same to be my act as the sole incorporator and that the foregoing facts are true and that these statements are made under the penalty of perjury.

Dated: November 5, 1985

Gregory J. Miner
Gregory J. Miner
Incorporator

BOOK 176 PAGE 458

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stock

(52)

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 10:20 MO. 11 DAY 8 YEAR 85

20	ORG. & CAP. FEE
28	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
48	TOTAL CASH <input type="checkbox"/> CHECK <input checked="" type="checkbox"/>
	APPROVED BY <i>Jhm</i>

Gregory Miner
Saltman & Stevens
1612 K St, NW #1000
Wash, DC 20006
02 NOV 85 - NOV 85

2760 0387

0000 6458

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 176 Page 459

ARTICLES OF INCORPORATION
OF
ANNAPOLIS MARBLE INDUSTRIES CORP.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 08, 1985 AT 10:20 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2760, FOLIO 377, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID
\$ 20

RECORDING FEE PAID
\$ 28

SPECIAL FEE PAID
\$

D2028462

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.

Richard W. Fink



A 189276

2760 0377

BOOK 176 PAGE 460

ARTICLES OF INCORPORATION
OF

REGINA'S CONTINENTAL DELICATESSEN & RESTAURANT, INC.

pp The undersigned natural person, HELEN H. PAEFFGEN, whose post office address is 3299 Green Ash Road, Davidsonville, Maryland 21035, being at least eighteen years of age, does hereby form a corporation under the general laws of the State of Maryland.

ARTICLE I

Name

The name of the corporation (which is hereinafter called the "Corporation") is: REGINA'S CONTINENTAL DELICATESSEN & RESTAURANT, INC.

ARTICLE II

Period of Duration

The period of duration of the Corporation is perpetual.

ARTICLE III

Purposes and Powers

The purpose for which the Corporation is formed and the business or objects to be carried on and promoted by it are as follows:

To engage in the business of food service, catering, and restaurant operation.

To engage in the business of retail sales of grocery items, delicatessen, and specialty foods.

To do everything necessary, proper, advisable or convenient for the accomplishment of the foregoing purpose, and to do all other things incidental to it or connected with it that are not forbidden by the laws of the State of Maryland or by these Articles of Incorporation.

The Corporation, subject to any specific written limitations or restrictions imposed by the laws of the State of Maryland or

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 FEB 25 AM 9:15

E. AUBREY COLLISON
CLERK

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BOOK 176 PAGE 461 - 2 -

by these Articles of Incorporation, shall have and exercise the following powers:

To have and exercise all the powers specified by the laws of the State of Maryland.

To enter into any lawful arrangement for sharing profits, union of interest, reciprocal association, or cooperative association with any domestic corporation or foreign corporations, associations, partnerships, individuals, or other entities, and to enter into general or limited partnerships.

To make any guaranty respecting stocks, dividends, securities, indebtedness, interest, contracts, or other obligations created by any domestic or foreign corporations, associations, partnerships, individuals or other entities.

To carry out all or any part of the aforesaid purposes, and to conduct its businesses in all or any of its branches in any or all states, territories, districts, colonies, and dependencies of the United States of America and in foreign countries.

Each of the foregoing clauses of this section shall be construed as independent powers, and the matters expressed in each clause shall not, unless otherwise expressly provided, be limited by reference to, or inference from, the terms of any other clause. The enumeration of specific powers shall not be construed as limiting or restricting in any manner either the meaning of general terms used in any of these clauses, or the scope of the general powers of the Corporation created by them; nor shall the expression of one thing in any of these clauses be deemed to exclude another not expressed, although it be of a like nature.

The Board of Directors, subject to any specific written limitations or restrictions imposed by the laws of the State of Maryland or by these Articles of Incorporation, shall direct the carrying out of the purposes and exercise the powers of the Corporation without previous authorization or subsequent approval by the shareholders of the Corporation.

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BOOK 176 PAGE 462

- 3 -

ARTICLE IV

Address of Registered Office and
Name of Registered Agent

The post office address of the place at which the principal office of the Corporation in the State of Maryland will be located is: 26 Annapolis Street, Annapolis, Maryland 21401.

The resident agent of the Corporation is WALTRAUD REGINA, whose post office address is: 23 Sheridan Road, Arnold, Maryland 21012. Said resident agent is a citizen of the State of Maryland, actually residing therein.

ARTICLE V

Authorized Shares

The total number of shares of the authorized capital stock of the Corporation shall be 10,000 shares of common stock with par value of \$5.00 per share.

The holders of the Capital Stock shall be entitled to receive, when and as declared by the Board of Directors, solely out of unreserved and unrestricted earned surplus, dividends payable either in cash, in property, or in shares of the Capital Stock.

ARTICLE VI

Receipt of Minimum Capital

The Corporation shall commence business with a capitalization of at least \$1,000.

ARTICLE VII

Preemptive Right

The registered holders of the shares of Capital Stock shall have only a preemptive right as set forth in this Article to purchase, at such respective equitable prices, terms and conditions as shall be fixed by the Board of Directors, such of the shares of Capital Stock of the Corporation or securities convertible into, or carrying options or warrants to purchase such shares of Capital Stock as may be issued for money from time to time, after the issue of the first 800 shares of Capital Stock that have never previously been issued. Such preemptive right

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- 4 -

shall apply to all shares issued after the first 800 shares, whether the additional shares constitute as part of the shares presently or subsequently authorized or constitute shares held in the treasury of the Corporation. No shares shall be issued for money to directors, officers, or employees of the Corporation or to directors, officers, or employees of any subsidiary corporation, as such, unless first offered to the holders of the Capital Stock in accordance with their preemptive right.

ARTICLE VIII

Directors

The initial Board of Directors shall consist of three members, who need not be residents of the State of Maryland or shareholders of the Corporation. The names and addresses of the persons who are to serve as Directors until the first annual meeting, or until their successors shall have been elected and qualified, are:

Waltraud Regina
23 Sheridan Road
Arnold, Maryland 21012

Marino W. Regina
23 Sheridan Road
Arnold, Maryland 21012

Stephanie A. Regina
23 Sheridan Road
Arnold, Maryland 21012

ARTICLE IX

Provisions for Regulation of the Internal Affairs of the Corporation

The initial Bylaws should be adopted by the Board of Directors. The power to amend, alter, or repeal the Bylaws or to adopt new Bylaws shall be vested in the Board of Directors. The Bylaws may contain any provisions for the regulation and management of the affairs of the Corporation not inconsistent with the laws of the State of Maryland or with these Articles of Incorporation.

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BOOK 176 464 - 5 -

Any contract or other transaction between the Corporation and one or more of its directors, or between the Corporation and any firm of which one or more of its directors are members or employees, or in which they are interested, or between the Corporation and any corporation or association of which one or more of its directors are shareholders, members, directors, officers, or employees, or in which they are interested, shall be valid for all purposes, notwithstanding the presence of the director or directors at the meeting of the Board of Directors of the Corporation that acts upon or in reference to the contract or transaction, and notwithstanding his or their participation in the action, if the fact of such interest shall be disclosed or known to the Board of Directors and the Board of Directors shall, nevertheless, authorize or ratify the contract or transaction, the interested director or directors to be counted in determining whether a quorum is present and to be entitled to vote on such authorization or ratification. This section shall not be construed to invalidate any contract or other transaction that would otherwise be valid under the laws of the State of Maryland.

The Corporation reserves the right to amend the Articles of Incorporation in any manner now or hereafter permitted or prescribed by the laws of the State of Maryland, and all rights conferred on shareholders herein are granted subject to this provision.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation and acknowledge the same to be my Act this 6th day of November, 1985.

Helen H. Paeffgen
Helen H. Paeffgen

Julius J. Allenby
Witness

2760 0280

0000 6464

BOOK 176 PAGE 465

1985 NOV -8 A 11:23

(02) 1B

Stock

(52)

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION APPROVED FOR RECORD			
TIME	11:25	MO.	DAY. YEAR
		11-	8-85
20	ORG. & CAP. FEE		
20	RECORDING FEE		
	LIMITED PARTNERSHIP FEE		
	OTHER		
40	TOTAL CASH <input type="checkbox"/> CHECK <input checked="" type="checkbox"/>		

Helen Paeffgen
3299 Green Ash Rd
Davidsonville Md 21035

2760 0281

0000 6465

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 176 PAGE 466

ARTICLES OF INCORPORATION
OF
REGINA'S CONTINENTAL DELICATESSEN & RESTAURANT, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 08, 1985 AT 11:25 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2760 , FOLIO 275 , OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID:
\$ 20

RECORDING FEE PAID:
\$ 20

SPECIAL FEE PAID:
\$

D2028306

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE

Dean W. Fisher



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BOOK 176 PAGE 467

003333

VAGABOND YACHT CHARTERS, LTD.

ARTICLES OF INCORPORATION

FIRST: I, Jon W. Brassel, whose office address is 116 Cathedral Street, Annapolis, Maryland, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter referred to as the "Corporation") is Vagabond Yacht Charters, Ltd.

THIRD: The purposes for which the Corporation is formed are:

1. To engage generally in the business of yacht chartering;
2. To do anything permitted by Section 2-103 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time.

FOURTH: The post address of the principal office of the Corporation in this state is 971 Magothy Avenue, Arnold, Maryland 21012. The name and post office address of the Resident Agent of the Corporation in this state is Jon W. Brassel, 116 Cathedral Street, Annapolis, Maryland 21401. Said Resident Agent is an individual actually residing in this State.

FIFTH: The total number of shares of capital stock which the Corporation has authority to issue is Five Thousand (5000) shares of Common Stock without par value.

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 FEB 25 AM 9:15

E. AUBREY COLLISON
CLERK

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BOOK 176 PAGE 468

SIXTH: The number of Directors of the Corporation shall be three (3), which number may be increased or decreased pursuant to the By-laws of the Corporation, but shall never be less than three (3), provided that:

1. If there is no stock outstanding, the number of directors may be less than three but not less than one; and
2. If there is stock outstanding and so long as there are less than three stockholders, the number of directors may be less than three but not less than the number of stockholders.

The names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are:

William H. Hough
Elinor S. Hough
Thomas Hough

SEVENTH: The following provisions are hereby adopted for the purposes of defining, limiting and regulating the powers of the Corporation and the Directors and Stockholders:

1. The Board of Directors of the Corporation is hereby empowered to authorize the issue from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class of class whether now or hereafter authorized.

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BOOK 176 PAGE 469

2. The Board of Directors of the Corporation may classify or reclassify any unissued shares by fixing or altering in any one or more respects, from time to time, or issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, times and prices of redemption of, and the conversion rights of such shares.

The enumeration and definition of a particular power of the Board of Directors included in the foregoing shall in no way be limited or restricted by reference to or in inference from the terms of any of the clauses of this or any other article in the Charter of the Corporation, or construed as or deemed by inference or otherwise in any manner to exclude or limit any powers conferred upon the Board of Directors under the General Laws of the State of Maryland nor or hereafter enforced.

EIGHTH: Except as may otherwise be provided by the Board of Directors, no holder of any shares of the stock of the Corporation shall have any preemptive right to purchase, subscribe for, or otherwise acquire any shares of stocks of the Corporation or of any class now or hereafter authorized, or any securities exchangeable for or convertible into such shares, or any warrants or other instruments evidencing rights or options to subscribe for, purchase or otherwise acquire such shares.

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BOOK 176 PAGE 470

NINETH: (1) As used in this Article NINETH, any word or words that are defined in Section 2-418 of the Corporations and Associations Article of the Annotated Code of Maryland (the "Indemnification Section"), as amended from time to time, shall have the same meanings provided in the Indemnification Section.

(2) The Corporation shall indemnify a present or former director or officer of the Corporation in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section.

(3) With respect to any corporate representative other than a present or former director or officer, the Corporation may indemnify such corporate representative in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section; provided, however, that to the extent a corporate representative other than a present or former director or officer successfully defends on the merits or otherwise any proceeding referred to in Subsection (b) or (c) of the Indemnification Section or any claim, issue or matter raised at such proceedings, the Corporation shall not indemnify such corporate representative other than a present or former director or officer under the Indemnification Section unless and until it shall have determined and authorized a

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BOOK 176 Page 471

specific case by (1) an affirmative vote at a duly constituted meeting of the majority of the Board of Directors who are not parties to the proceeding; or, (2) an affirmative vote, in a duly constituted meeting of the majority of all votes cast by stockholders who are not parties to the proceeding, that indemnification of such corporate representative other than a present or former director or officer is proper in these circumstances.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 31st day of Oct, 1985, and I acknowledge the same to be my act.

WITNESS:

Michelle Knutson

Jon W. Brassel
Jon W. Brassel

STATE OF MARYLAND, ANNE ARUNDEL COUNTY, TO WIT:

I HEREBY CERTIFY that on this day of , 1985, before me, a subscriber, a Notary Public of the State of Maryland, personally appeared JON W. BRASSEL, the incorporator named above, acknowledged the foregoing Articles of Incorporation to be his act.

AS WITNESS my hand and Notarial Seal.

Linda Henleay
Notary Public

My Commission Expires: 7/1/86



0000 0471

CLERKS NOTARY
BEST COPY
AVAILABLE

003344

BOOK 176 PAGE 472

02 *MS*

5-2
NOV -7 A.D. 11

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 10:11 MO. 11 DAY 7 YEAR 85

20	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL
	CASH <input type="checkbox"/> APPROVED BY
	CHECK <input checked="" type="checkbox"/> <i>amh</i>

stk

*Jon W. Brussel
Cathedral Street
Annapolis, Md 21401*

0000 0472

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 176 PAGE 473
ARTICLES OF INCORPORATION
OF
VAGABOND YACHT CHARTERS, LTD.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 07, 1985 AT 10:11 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2758 FOLIO 003338 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID:
\$ 20

RECORDING FEE PAID:
\$ 20

SPECIAL FEE PAID:
\$

D2028082

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.

David W. Fisher



A 189166

BOOK 176 PAGE 474

003305

ARTICLES OF INCORPORATION

OF

M & M AMUSEMENTS, INC.

THIS IS TO CERTIFY:

FIRST: That, we the subscribers, ALAN M. SCHWARTZ, whose post office address is 5560 Sterrett Place, Columbia, Maryland 21044 and STEVEN J. FOX, whose post office address is 5560 Sterrett Place, Columbia, Maryland 21044, all being of full legal age, do under and by virtue of the general laws of the State of Maryland, authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

SECOND: The name of the corporation (which is hereinafter called the "Corporation") is:

M & M AMUSEMENTS, INC.

THIRD: The purpose for which the Corporation is formed and the business or objects to be carried on and promoted by it are as follows:

To engage in the business of furnishing amusement, entertainment, and diversion to the public either indoors or out of doors and to that end to purchase, lease, sell and operate coin-operated amusement machines for use at such places of amusement and particular businesses for the amusement and entertainment of the public.

To buy, lease and otherwise acquire machinery, tools, equipment, real property and interests in real property of every kind and description improved or unimproved, and wheresoever situated or located; buying, leasing and otherwise acquiring and

LAW OFFICES
TALKIN & ABRAMSON
SUITE 105
5560 STERRETT PLACE
COLUMBIA, MD. 21044
(301) 730-7733

1986 FEB 25 AM 9:16

AUGUST COLLISON
CLERK

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53128067

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BOOK 176 PAGE 475

003306

constructing and erecting, or contracting for the construction and erection of buildings and structures in and on such real property for any uses or purposes; holding, owning, improving, developing, subdividing, maintaining, operating, managing, leasing, mortgaging, selling, or otherwise disposing of such property or any part thereof, equipping and operating buildings, warehouses, or any other buildings or structures of whatsoever kind.

To purchase, lease, or otherwise acquire, all or any of the property, rights, businesses, contracts, goodwill, franchise, and assets of every kind, of any corporation, co-partnership, individual (including the estate of a decedent), carrying or having carried on in whole or in part any of the aforesaid businesses or any other businesses that the Corporation may be authorized to carry on, and to undertake, guarantee, assume, and pay the indebtedness and liabilities thereof, and to pay any such property rights, businesses, contracts, goodwill, franchise, or assets by the issue in accordance with the laws of the State of Maryland, of stock, bonds, or other securities of the Corporation or otherwise.

To apply for, obtain, purchase, or otherwise acquire, any patents, copyrights, licenses, trademarks, trade-names, rights, processes, formulas, and the like, which might be used for any of the purposes of the Corporation, and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account the same.

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003307

To purchase or otherwise acquire, hold and reissue shares of its capital stock of any class; and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge, or otherwise dispose of, any shares of stock of, or voting trust certificates for any shares of stock of, or any bonds or other securities or evidence of indebtedness issued or created by any other corporation or association, organized under the laws of the State of Maryland or of any other state, territory, district, colony, or dependency of the United States of America, or of any foreign country, and while the owner or holder of any such shares of stock, voting trust certificates, bonds or other obligations, to possess and exercise in respect thereof any and all rights, powers, and privileges of ownership, including the right to vote on any shares of stock so held or owned; and upon a distribution of the assets or a division of the profits of this Corporation, to distribute any such shares of stock, voting trust certificates, bonds or other obligations, or the proceeds thereof, among the stockholders of this Corporation.

To guarantee the payment of dividends upon any shares of, or the performance of any contract, by, any other corporation or association in which the Corporation has an interest, or either, of any bonds, debentures, notes, securities, or other evidences of indebtedness created or issued by any such other corporation or association.

To loan or advance money with or without security, without limit as to amount; and to borrow or raise money for any of the purposes of the Corporation and to issue bonds, debentures, notes

003308

BOOK 176 PAGE 477

or other obligations of any nature, and in any manner permitted by law, for money so borrowed or in payment for property purchased, or for any other lawful consideration, and to secure the payment thereof and of the interest thereon, by mortgage upon, or pledge or conveyance or assignment in trust of, the whole or part of the property of the Corporation, real or personal, including contract rights whether at the time owned or thereafter acquired; and to sell, pledge, discount, or otherwise dispose of such bonds, notes, or other obligations of the Corporation for its corporate purposes.

To carry on any of the business hereinbefore enumerated for itself, or for the account of others, or through others for its own account, and to carry on any other business which may be deemed by it to be calculated, directly or indirectly, to effectuate or facilitate the transaction of the aforesaid objects or businesses, or any of them, or any part thereof, or to enhance the value of its property, business or rights.

To carry out all or any part of the aforesaid purposes, and to conduct its businesses in all of any of its branches in any or all states, territories, districts, colonies, and dependencies of the United States of America and in foreign countries.

The foregoing enumeration of the purposes, objects and businesses of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, object, or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or

BOOK 176 PAGE 478

002309

to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the Articles, Conditions, and Provisions herein expressed, and subject in all particulars to the limitations relative to corporations which are contained in the General Laws of the State of Maryland.

FOURTH: The post office address of the place at which the principal office of the Corporation in the State of Maryland will be located is: 123 Roesler Road, Glen Burnie, Maryland 21061. The resident agent of the Corporation is: Larry Wilner whose post office address is 37-I Tent Mill Lane, Baltimore, Maryland 21208. Said resident agent is a citizen of the State of Maryland, actually residing therein.

FIFTH: The number of Directors of the Corporation shall be four (4) which number may be changed pursuant to the By-Laws of the Corporation, provided that any such change in the number of Directors shall conform with the requirements of the laws of the State of Maryland.

Louis Wilner, Larry Wilner, Dennis Sharoky and Charles Prince shall act as such Directors until the first annual meeting, or until his successor is fully chosen and qualified.

SIXTH: (a) The Corporation shall commence business with a capitalization of at least One Hundred Dollars (\$100). The total number of shares of the authorized stock of the Corporation shall be Five Thousand (5,000) shares of Class A common stock without par or nominal value, and One Hundred (100) shares of Class B preferred stock, without par or nominal value.

BOOK 176 PAGE 479

003310

(b) Dividends. The holders of the Class B preferred stock shall be entitled to receive, as and when declared, out of any surplus or net profits, noncumulative preferential dividends at the rate determined from time to time by the Board of Directors or Stockholders if there is no Board of Directors, but not exceeding ten cents (\$.10) a share per annum, payable quarterly, before any dividends may be declared on the shares of the Class A stock in any fiscal year. After the aforementioned dividends on the Class B stock shall have been paid, or declared and set apart, in any year, the holders of the Class A stock shall be entitled to receive, as and when declared, out of any remaining surplus, dividends in that year as determined from time to time by the Board of Directors or Stockholders, if there is no Board of Directors.

(c) Assets. In the event of liquidation or dissolution, whether voluntary or involuntary, the assets of the Corporation shall be divided so as to distribute ten cents (\$.10) per share to the holders of the Class B stock and the balance of the assets of the Corporation ratably to the holders of the Class A stock.

(b) Voting. The holders of Class B stock shall have full and exclusive voting rights with respect to all matters and shall be entitled to one vote for each share held by them. The holders of the shares of Class A stock shall have no voting rights so long as there are issued and outstanding shares of

003311

BOOK 176 Page 480

Class B stock, but when and if there are no issued and outstanding shares of Class B stock the shares of Class A stock shall have full voting rights with respect to all matters.

SEVENTH: The Corporation reserves the right to amend, alter or change any provision contained in this Certificate of Incorporation in any manner prescribed by statute, and all rights conferred on stockholders herein are granted subject to this provision.

EIGHTH: The duration of this Corporation shall be perpetual.

IN WITNESS WHEREOF, WE HAVE SIGNED THESE Articles of Incorporation and severally acknowledged the same to be our Act on this 7th day of November, 1985.

Diana L. Goldberg
Witness to All

Alan M. Schwartz
ALAN M. SCHWARTZ

Steven J. Fox
STEVEN J. FOX

CLERKS NOTATI
BEST COPY
AVAILABLE

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BOOK 176 PAGE 481

(02) (7-20)

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 3:29 MO. 11 DAY 7 YEAR 85

(52)

24	ORG. & CAP. FEE
24	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
48	TOTAL
	CASH <input type="checkbox"/> APPROVED BY
	CHECK <input checked="" type="checkbox"/> <i>go</i>

Stock

Tarkin + Abramson
5560 Sterrett Pl #105
Columbia Md 21044

62 SEP 1 - 1011 804

0000 6481

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 176 PAGE 482

ARTICLES OF INCORPORATION
OF
M & M AMUSEMENTS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 07, 1985 AT 03:29 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2758 , FOLIO 003304 , OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID:
\$ 24

RECORDING FEE PAID
\$ 24

SPECIAL FEE PAID
\$

D2028033

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.

William W. Fisher



A 189161

003301

BOOK 176 PAGE 483

W.L. H. REESE LIMITED

A Maryland close Corporation organized pursuant to Title Four of Corporations and Associations Article of the Annotated Code of Maryland.

First: We the undersigned: William Reese II, whose Post Office address is 821 West Street, Annapolis, Maryland, 21401, Harry G. Reese, whose Post Office Address is 821 West Street, Annapolis, Maryland, 21401, and Larry G. Reese, whose Post Office is 821 West Street, Annapolis, Maryland 21401, each being at least twenty-one years of age, have the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

Second: The name of the corporation (which is hereinafter called the corporation) is ~~W.L.H.~~ W.L.H. REESE LIMITED.

Third: The Corporation shall be a closed Corporation as authorized by Title Four of the Corporations and Associations article of the Annotated Code of Maryland, as amended.

Fourth: The purpose for which the corporation is formed is as follows:

- A. To engage in providing limousine service for hire locally, statewide, and nationally.
- B. To engage in transportation of all forms, locally, statewide, and nationally.
- C. To acquire and engage in contracts for the purpose of transportation.
- D. To make and enter into contracts of every sort and kind with any individual, firm, association, corporation, private, public or municipal, body public, and with the Government of the United States or any State exclusive to the serving of transportation.
- E. To do anything permitted by section 2-103 of the corporations and associations article of the annotated Code of Maryland, as amended from time to time
- F. To acquire, own and hold such real and personal property as may be necessary or convenient for the transaction of its business.
- G. To apply for, obtain, purchase or otherwise acquire any patents, copyrights, licenses, trade-marks, trade-names, rights processes, formulas and the like which may seem capable of being used for any purpose of the corporations.

Fifth: The Post Office address is 821 West Street, Annapolis, Maryland 21401. The name and the Post Office address of the resident agent of the corporation in this State is William J. Boehm, 124 South Street, Annapolis, Maryland, 21401.

Sixth: The total number shares of capital stock which the corporation has authority to issue is one hundred thousand (100,000) shares of common stock with par value of one (\$1.00) dollar.

Seventh: The number of directors of the Corporation shall be three (3) which may be increased or decreased pursuant to the by-laws of the corporation but shall never be less than two (2), and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are President William Reese II Vice-President, Harry G. Reese, and Secretary-Treasurer Larry G. Reese.

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 FEB 25 AM 9:16

E. AUBREY COLLISON
CLERK

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BOOK 176 PAGE 484

Any stockholder of any stock of the Corporation who shall desire to see his or her shares, shall first give the corporation a thirty (30) day option to purchase such shares at the price such stockholder could obtain from any prospective purchaser or at price not less than the book value of the time of notice to sell shall be given.

(1) Any word or words that are defined in Section 2-H18 of the Corporations and associations article of the annotated Code of Maryland (the identification section) as amended from time to time, shall have the same meaning as provided in the identification section.

(2) The Corporation shall indemnify a present or former director or officer of the corporation with a preceeding to the fullest extent permitted by and in accordance with the Indemnification section.

(3) With respect to any corporate representative other than a present or former director or officer, the Corporation may indemnify such representative in connection with a proceeding to the fullest extent permitted by and in accordance until the indemnification section; provided, however, that to the extent a corporate representative other than a present or former director or officer successfully depends on the merits or otherwise any proceeding referred to in subsection (c) or (d) in the indemnification section or any claim, issue or matter raised in such proceeding, the corporation shall not indemnify such corporate representative other than a present or former director or officer under the indemnification section unless and until it shall have been determined and authorized in the specific case by an affirmative vote, at a duly constituted meeting of a majority of all votes cast by stockholders who were not parties to the proceeding, the indemnification of such corporate representatives other than a present or former director or officer is proper in the circumstances.

Ninth: The duration of the Corporation shall be perpetual.

(In witness whereof,) We have signed these articles of Incorporation this 20th day of May 1985.

Deane Spriggs
Witness

William Reese, II
William Reese II

Deane Spriggs
Witness

Harry G. Reese
Harry G. Reese

Deane Spriggs
Witness

Larry G. Reese
Larry G. Reese

NOTARIAL CERTIFICATION

State of Maryland
City of Annapolis

Witnessed and acknowledged in my presence this 20th day of May 1985

James H. Johnson
Notary
7/1/86
Commission Expires

0000 0484

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AVAILA

003303

BOOK 176 PAGE 485

(02)

[Signature]

(52)

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME	NO.	DAY	YEAR
1:01	11	7	85
20	ORG. OR CAP. FEE		
20	PROPERTY FEE		
	LIMITED PARTNERSHIP FEE		
	TAXES		
40	TOTAL CASH <input type="checkbox"/> APPROVED BY <input checked="" type="checkbox"/> <i>and</i>		

Stock

stock

William J. Boehm
124 South St
Annapolis, MD 21401

1985 NOV - 7 P 1:01

1985 SEP 25 A 11:30

0000 6485

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 176 PAGE 486

ARTICLES OF INCORPORATION
OF
W.L.H. REESE LIMITED

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 07, 1985 AT 01:01 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2758, FOLIO 3 003300, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID:
\$ 20

RECORDING FEE PAID:
\$ 20

SPECIAL FEE PAID:
\$

D2028025

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE

David W. Fether



A 189160

BOOK 176 PAGE 487

GAYFIELDS FARM, Inc.

003267

ARTICLES OF INCORPORATION

FIRST: We, Jerome G. Waltjen, Mary M. Waltjen, Frank A. Ylinen and Francis G. Clark, Jr., whose Post Office Addresses are 5109 Mountain Road, Pasadena, MD, 21122, 5109 Mountain Road, Pasadena, MD, 21122, 780 Stevenson Road, Severn, MD, 21144 and 12907 Princeleigh Street, Upper Marlboro, MD, 20772, each being at least eighteen (18) years of age, hereby form a Corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the Corporation (which is hereafter referred to as the 'Corporation') is GAYFIELDS FARM, Inc.

THIRD: The purposes for which the Corporation is formed are:

(1) To engage in the business of breeding, raising, training, leasing, claiming, trading, buying, selling and syndicating, as well as racing, thoroughbred racing horses, and

(2) To board, raise, breed, train, syndicate, claim, buy, sell or lease any breed, sort or type of horse, livestock, machinery or equipment as is deemed necessary to perpetuate the business of the Corporation, and

(3) To do anything permitted by Section 2-103 of the Corporations and Associations Articles of the Annotated Code of Maryland, as ammended from time to time.

FOURTH: The Post Office address of the principal office of the Corporation in this State is 5109 Mountain Road, Pasadena, MD, 21122. The name and address of the Resident Agent of the Corporation in this

RECEIVED FOR RECORD
CIRCUIT COURT, L.A. COUNTY

1986 FEB 25 AM 9:16

E. AUBREY COLLISON
CLERK

53128092

0000 6487

Articles P.2

BOOK 176 PAGE 488

003268

State is Jerome G. Waltjen, 5109 Mountain Road, Pasadena, MD, 21122.
Said Resident Agent is an individual actually residing in this State.

FIFTH: The total number of shares of capitol stock which the Corporation has authority to issue is One Hundred Thousand (100,000) shares of Common stock, with a par value of One Dollar (\$1.00) per share, all of one class, and having an aggregate 'par value' of One Hundred Thousand Dollars (\$100,000).

SIXTH: The number of Directors of the Corporation shall be four (4), which number may be increased or decreased pursuant to the by-laws of the Corporation, but shall never be less than four (4), provided that:

(1) If there is no stock outstanding, the number of directors may be less than four, but no less than three (3), and

(2) If there is stock outstanding and so long as there are less than four stockholders, the number of directors may be less than four, but no less than the number of stockholders. The names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are: Jerome G. Waltjen, Mary M. Waltjen, Frank A. Ylinen and Francis G. Clark, Jr.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the Directors and Stockholders:

(1) The Board of Directors is hereby empowered to authorize the issuance, from time to time, of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into

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Articles P.3

BOOK 176 PAGE 489

003263

shares of its stock of any class or classes, whether now or hereafter authorized.

(2) The Board of Directors of the Corporation may classify or re-classify any unissued shares by fixing or altering in any one or more respects, from time to time, before issuance of such shares, the performances, rights, voting powers, restrictions and qualifications of, the dividends on, the time and prices of redemption of, and the conversion rights of, such shares.

The enumeration and definition of a particular power of the Board of Directors included in the forgoing shall in no way be limited or restricted by reference to or inference from the terms of any other clause of this or any other Article of the Charter of the Corporation, or construed as or deemed by inference or otherwise in any manner to exclude or limit any powers conferred upon the Board of Directors under the General Laws of the State of Maryland now or hereafter in force.

EIGHTH: Except as may otherwise be provided by the Board of Directors, no holder of any shares of the stock of the Corporation shall have pre-emptive right to purchase, subscribe for, or otherwise acquire any shares of stock of the Corporation of any class now or hereafter authorized, or any securities exchangeable for or convertible into such shares, or any warrants or other instruments evidencing rights or options to subscribe for, purchase or otherwise acquire such shares.

NINTH: The duration of the Corporation shall be perpetual.

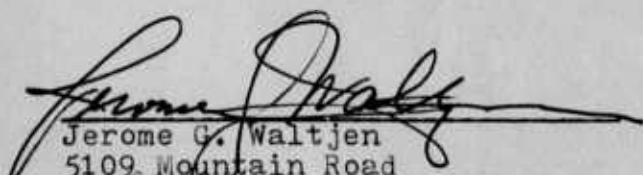
0000 0489

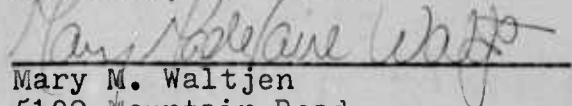
Articles P.4

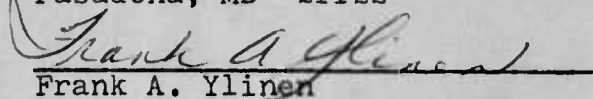
BOOK 176 PAGE 490

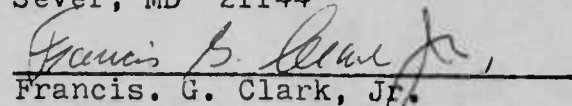
003276

IN WITNESS WHEREOF, we have signed these Articles of Incorporation
this 7th day of NOVEMBER, 1985 AD, and we
acknowledge the same to be our acts.


Jerome G. Waltjen
5109 Mountain Road
Pasadena, MD 21122


Mary M. Waltjen
5109 Mountain Road
Pasadena, MD 21122


Frank A. Ylinen
780 Stevenson Road
Sever, MD 21144


Francis G. Clark, Jr.
12907 Princeleigh Street
Upper Marlboro, MD 20772

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003271

BOOK 176 PAGE 491

02

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME	MO.	DAY	YEAR
11:49	11	7	85
20	ORG. & CAP. FEE		
20	RECORDING FEE		
	LIMITED PARTNERSHIP FEE		
	OTHER		
40	TOTAL		
	CASH	<input type="checkbox"/>	APPROVED BY
	CHECK	<input checked="" type="checkbox"/>	A

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sth

Jerome Kattjen

5109 Mountain Rd.

Pasadena, Cal 91122

64:11 V L - NOV 5861

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CLERKS NOTATION
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BOOK 176 Page 492

ARTICLES OF INCORPORATION
OF
GAYFIELDS FARM, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 07, 1985 AT 11:49 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2758 , FOLIO 003266 , OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID
\$ 20

RECORDING FEE PAID:
\$ 20

SPECIAL FEE PAID:
\$

D2027969

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.

Dean W. Feltner



A 189154

BOOK 176 PAGE 493

003131

ARTICLES OF INCORPORATION
OF

Sabco, Inc.

A Maryland Corporation

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, have this day voluntarily associated ourselves together for the purpose of forming a corporation under the Laws of the State of Maryland, and to that end do hereby adopt Articles of Incorporation as follows:

ARTICLE I: The incorporators, Thomas H. Price, III, 11161 New Hampshire Avenue, Silver Spring, Maryland 20904; Ronald L. Davis, 11608 Maple View Drive, Silver Spring, Maryland 20902; and Virginia I. Monaco, 3911 Livingston Street, Hyattsville, Maryland 20781; are all adult individuals and do associate as incorporators with the intention of forming a corporation.

ARTICLE II: The name of the corporation is:
Sabco, Inc.

ARTICLE III: The nature of the business and the objects and purposes to be transacted, promoted and carried on are to do any or all of the things herein mentioned as fully and to the same extent as natural persons might or could do, and in any part of the world, viz:

To carry freight for hire; to receive and load all varieties of commercial freight on board highway motor vehicles; to transport such freight to various destinations within and without the State of Maryland; and to buy, sell, and otherwise deal in and with tractors and trailers suitable for commercial trucking, and to maintain and repair the same.

To carry on, in any or all of its branches, the business of warehousing, storing, and forwarding of goods, wares, and merchandise, and in connection therewith to own, lease, build, or otherwise acquire, operate, and control warehouses, stores, sheds, wharves, docks, piers, or other structures, and to issue or receive warehouse, dock, storage, or other receipts, negotiable or non-negotiable, covering all kinds of goods, wares,

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0000 6493

RECEIVED FROM
CLERK OF DISTRICT COURT
1986 FEB 25 AM 9:16
E. AUBREY COLLISON
CLERK

LAW OFFICES
THOMAS H. PRICE III, P. A.
WHITII: OAK PROFESSIONAL BUILDING
SUITE 110
11161 NEW HAMPSHIRE AVENUE
SILVER SPRING, MARYLAND 20904
(301) 849-6600

BOOK 176 PAGE 494 -2-

003132

merchandise, and any other commercial commodity, or things of value; to collect and receipt for dockage, wharfage, and storage dues and other compensations, and to advance or collect freights, duties, insurance, and liens of every kind upon goods, wares, and merchandise, or other property received in storage, or for the purpose of being warehoused or forwarded, or upon the pledge of storage, dock, or warehouse receipts for such goods, wares, merchandise, or other property; and in general to do any and all acts that may be necessary, convenient, or appurtenant to any one of the above-mentioned objects.

To manufacture, purchase or otherwise acquire and to hold, own, mortgage or otherwise lien, pledge, lease, sell, assign, exchange, transfer or in any manner dispose of, and to invest, deal and trade in and with goods, wares, merchandise and personal property of any and every class and description, within or without the State of Maryland.

To acquire the goodwill, rights and property and to undertake the whole or any part of the assets and liabilities of any person, firm, association or corporation; to pay for the same in cash, the stock of this company, bonds or otherwise; to hold or in any manner to dispose of the whole or any part of any business so acquired and to exercise all the powers necessary or convenient in and about the conduct and management of such business.

To guarantee, purchase or otherwise acquire, hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of shares of the capital stock, bonds or other evidences of indebtedness created by other corporations and while the holder of such stock, to exercise all the rights and privileges of ownership, including the right to vote thereon, to the same extent as a natural person might or could do.

To purchase or otherwise acquire, apply for, register, hold, use, sell or in any manner dispose of and to grant licenses or other rights in and in any manner deal with patents, inventions, improvements, processes, formulas, trademarks, trade names, rights and licenses secured under letters patent, copy-

LAW OFFICES
THOMAS H. PRICE III, P. A.
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SUITE 410
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SILVER SPRING, MARYLAND 20904
(301) 649-6600

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rights or otherwise.

To enter into, make and perform contracts of every kind for any lawful purpose with any person, firm, association or corporation, town, city, county, body politic, state, territory, government or colony or dependency thereof.

To borrow money for any of the purposes of the corporation and to draw, make, accept, endorse, discount, execute, issue, sell, pledge or otherwise dispose of promissory notes, drafts, bills of exchange, warrants, bonds, debentures and other negotiable or non-negotiable, transferable or non-transferable instruments and evidences of indebtedness and to secure the payment thereof and the interest thereon by mortgage or pledge, conveyance or assignment in trust of the whole or any part of the property of the corporation at the time owned or thereafter acquired.

To purchase, hold, sell and transfer the shares of its capital stock.

To have one or more offices and to conduct any or all of its operations and business and to promote its objects, within or without the State of Maryland, without restrictions as to place or amount.

To carry on any other business in connection therewith.

To do any or all of the things herein set forth as principal, agent, contractor, trustee or otherwise, alone or in company with others.

The objects and purposes specified herein shall be regarded as independent objects and purposes and, except where otherwise expressed, shall be in no way limited nor restricted by reference to or inference from the terms of any other clause or paragraph of this Certificate of Incorporation.

The foregoing shall be construed both as objects and powers and the enumeration thereof shall not be held to limit or restrict in any manner the general powers conferred on this corporation by the laws of the State of Maryland.

ARTICLE IV: The post office address of the principal office of the corporation in the State of Maryland is 2756 Poplar

LAW OFFICES
THOMAS H. PRICE III, P.A.
WHITE OAK PROFESSIONAL BUILDING
SUITE 410
11161 NEW HAMPSHIRE AVENUE
SILVER SPRING, MARYLAND 20904
(301) 649-6600

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Lane, Annapolis, Maryland 21401. The name and post office address of the Resident Agent of the corporation in the State of Maryland is Thomas H. Price, III, 11161 New Hampshire Avenue, Silver Spring, Maryland 20904, and said Resident Agent is an individual actually residing in Maryland.

ARTICLE V: The total number of shares of stock which this corporation is authorized to issue is One Thousand (1,000) shares without par value.

ARTICLE VI: The stockholders shall have one vote per share of fully paid stock held and the stock of said corporation shall be freely transferable in accordance with the By-Laws of this corporation.

ARTICLE VII: The number of Directors of the Corporation shall be one (1) which number may be increased or decreased, pursuant to the By-Laws of the Corporation, but shall never be less than three, provided that: (1) if there is no stock outstanding, the number of directors may be less than three, but not less than one; and (2) if there is stock outstanding and so long as there are less than three stockholders, the number of directors may be less than three but not less than the number of stockholders. The name of the director who shall act until the first annual meeting or until his successor is duly chosen and qualified is: Steven Sabatini.

ARTICLE VIII: This corporation is to have perpetual existence.

ARTICLE IX: The private property of the stockholders shall not be subject to the payment of corporate debts to any extent whatever.

ARTICLE X: In furtherance and not in limitation of the powers conferred by the laws of the State of Maryland, the board of directors is expressly authorized:

To make, alter, amend and repeal the by-laws;

To set apart out of any of the funds of the corporation available for dividends a reserve or reserves for any proper purpose and to alter or abolish any such reserve; to authorize and cause to be executed mortgages and liens upon the property

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THOMAS H. PRICE III, P. A.
WHITE OAK PROFESSIONAL BUILDING
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11161 NEW HAMPSHIRE AVENUE
SILVER SPRING, MARYLAND 20904
(301) 649-6600

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and franchises of this corporation;

From time to time to determine whether and to what extent and at what times and places and under what conditions and regulations the books and accounts of this corporation, or any of them other than the stock ledger, shall be open to the inspection of the stockholders, and no stockholder shall have any right to inspect any account or book or document of the corporation, except as conferred by law or authorized by resolution of the directors or of the stockholders;

To sell, lease or exchange all of its property and assets, including its goodwill and its corporate franchises, upon such terms and conditions and for such consideration, which may be in whole or in part shares of stock in, and/or other securities of, any other corporation or corporations, when and as authorized by the affirmative vote of the holders of a majority of the stock issued and outstanding having voting power given at a stockholders' meeting duly called for that purpose, or when authorized by the written consent of the holders of a majority of the voting stock issued and outstanding.

ARTICLE XI: The stockholders and directors shall have power to hold their meetings, to have an office or offices and to keep the books of this corporation outside of the State of Maryland at such places as may from time to time be designated by the by-laws or by resolution of the directors.

ARTICLE XII: The Board of Directors of the corporation is hereby empowered to authorize from time to time the issuance of non-assessable shares of its stock, and to issue the same, for such considerations as said Board of Directors may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the corporation.

ARTICLE XIII: This corporation reserves the right to amend, alter, change or repeal any provision contained in this Certificate of Incorporation in the manner now or hereafter prescribed by law and all rights conferred on officers, directors and stockholders herein are granted subject to this reservation.

IN WITNESS WHEREOF, we, the herein named incorporators,

LAW OFFICES
THOMAS H. PRICE III, P. A.
WHITE OAK PROFESSIONAL BUILDING
SUITE 410
11161 NEW HAMPSHIRE AVENUE
SILVER SPRING, MARYLAND 20904
(301) 649-6600

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BOOK 176 PAGE 498

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have signed these Articles of Incorporation, on this 22nd day of October 1985.

WITNESS:

Sandra Spadoni
Sandra Spadoni
Sandra Spadoni

Thomas H. Price, III
Thomas H. Price, III

Virginia I. Monaco
Virginia I. Monaco

Ronald L. Davis
Ronald L. Davis

STATE OF MARYLAND:

COUNTY OF MONTGOMERY:

I HEREBY CERTIFY that on this 22nd day of October 1985, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Montgomery, personally appeared in said State and County, Thomas H. Price, III, Ronald L. Davis and Virginia I. Monaco and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Notarial Seal.

Virginia I. Monaco
Notary Public, Maryland
My Commission Expires: 7/1/86

LAW OFFICES
THOMAS H. PRICE III, P. A.
WHITE OAK PROFESSIONAL BUILDING
SUITE 410
11161 NEW HAMPSHIRE AVENUE
SILVER SPRING, MARYLAND 20904
(301) 649-6600

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BOOK 176 Page 499

ARTICLES OF INCORPORATION	
1 OF Sabco, Inc.	
(02)	
B	
STATE DEPARTMENT OF ASSESSMENTS AND TAXATION APPROVED FOR REC'D	
TIME	MO. DAY YEAR
9:34	11-6-85
20	ORG. & CAP. FEE
22	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
42	TOTAL
	CASH <input type="checkbox"/> APPROVED BY
	CHECK <input checked="" type="checkbox"/> 42
LAW OFFICES THOMAS H. PRICE III, P. A. WHITE OAK PROFESSIONAL BUILDING SUITE 410 1161 NEW HAMPSHIRE AVENUE SILVER SPRING, MARYLAND 20904 (301) 849-6600	

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CLERKS NOTATION
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AVAILABLE

BOOK 176 PAGE 500

ARTICLES OF INCORPORATION
OF
SABCO, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 06, 1985 AT 09:34 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2758 , FOLIO 003130 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID:
\$ 20

RECORDING FEE PAID:
\$ 22

SPECIAL FEE PAID:
\$

D2027753

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.

David W. Fisher



A 189133

BOOK 176 PAGE 501

002996

ARTICLES OF INCORPORATION

OF

Y. W. & C. INCORPORATED
(A CLOSE CORPORATION)

THIS IS TO CERTIFY:

That we, the subscribers: Timothy C. S. Yu, whose post office address is 4400 Lee Highway, #8, Arlington, Virginia 22207, and HO PING WANG, whose post office address is 4103 Olympic Way, Alexandria, Virginia 22312, and STEVE K. CHU, whose post office address is 2200 Predella Drive, Silver Spring, Maryland 20902, being at least eighteen (18) years of age, do hereby designate themselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

ARTICLE I - NAME

The name of the Corporation (which is hereafter referred to as Corporation) is: Y. W. & C. INCORPORATED.

ARTICLE II - PURPOSE

The purpose for which the Corporation is formed and the business and objects to be carried on and promoted by it are to do any and all things hereinafter set forth to the same extent as natural persons might or could do in any part of the world, namely:

1. To engage in the dispensing of alchholic beverages and food, operating as a bar and restaurant, and generally to purchase or otherwise acquire restaurants and taverns, and to own, hold, lease, rent, or sell such business or businesses.

2. To own, use, hold, sell, convey, exchange, hire, lease, pledge, mortgage and dispose of such real property, personal property, chattels, rights, easements, privileges, choses in action, notes, bonds, mortgages and securities as may lawfully be acquired, held or disposed of.

1986 FEB 25 AM 9:16

E. AUBREY COLLISON
CLERK

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BOOK 176 PAGE 502

002997

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3. To purchase, exchange, hire or otherwise acquire such personal property, chattels, rights, easements, permits, privileges, and franchises as may be lawfully purchased, exchanges, hired or acquired under the Laws of the State of Maryland.

4. To borrow money for its corporate purpose, and to make, accept, endorse, execute and issue promissory notes, bills of exchange, bonds, debentures or other obligations from time to time, for the purchase of property or for any purpose in or about the business of the company, and, if deemed proper to secure the payments of any such obligations by mortgages, pledge, deed of trust or otherwise.

5. To underwrite, purchase, acquire, hold, pledge, hypothecate, exchange, sell, deal in or dispose of, alone or in syndicates or otherwise in conjunction with others, stocks, bonds, and other evidences of indebtedness and obligations of any corporation, association, partnership, syndicate, entity, person or government, municipal or public authority, domestic or foreign, and evidences of any interest, in respect of such stocks, bonds and other evidences of indebtedness and obligations; to issue in exchange therefor its own stocks, bonds or other obligations; and, while the owner or holder of any such, to exercise all the rights, powers and privileges of ownership in respect thereof; and, to the extent now or hereafter permitted by law, to aid by loan, subsidy, guaranty or otherwise those issuing, creating or responsible for any such stocks, bonds or other evidences of indebtedness or obligations or evidences of any interest in respect thereof.

6. To purchase, hold, sell, transfer, re-issue or cancel the shares of its own capital stock or any securities or other obligations of the corporation organized under the laws of the State of Maryland; provided, that the corporation shall not use its funds or assets for the purchase of its own shares of stock when such use would cause any impairment of the capital if the corporation, and provided further, that shares of its own capital

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-3-

002998

stock belonging to the corporation shall not be voted upon directly or indirectly.

7. To apply for, purchase, register or in any manner to acquire, and to hold, own, use, operate, and introduce, and to sell lease, assign, pledge, or in any manner deal with patents, patent rights, licenses, copyrights, trademarks, trade names, and to acquire, own, use or in any manner dispose of any and all inventions, improvements, and processes, labels, designs, brands, or other rights, and to work, operate, or develop, the same, and to carry on any similar business, manufacturing or otherwise, which may directly or indirectly effectuate those objects or any of them.

8. To acquire and to take over as a going concern and thereafter to carry on the business of any person, firm, or corporation engaged in any business which this corporation is authorized to carry on, and in connection therewith, to acquire the good will and all or any of the assets and to assume or otherwise provide for all or any of the liabilities of any such business.

9. To carry on business at any place or places within the jurisdiction of the United States, and in any and all foreign countries, and to purchase, hold, mortgage, convey, lease or otherwise dispose of and deal with real and personal property at any such place or places.

10. To undertake, contract for or carry on any business, incidental to or in aid of, or advantageous in pursuance of, any of the objects or purposes of the corporation.

11. To do any of the things hereinbefore enumerated for itself or for account of others and to make and perform contracts for doing any part thereof.

12. To enter into, make, perform and carry out contracts of every part and kind which may be necessary or convenient for the business of this corporation, or business of a similar nature,

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BOOK 176 PAGE 504 -4-

002999

with any person, corporation, private, public or municipal, body politic, under the government of the United States or any state, territory or colony thereof, or in any foreign government, so far as and to the extent that the same may be done and performed by corporations organized under the laws of the State of Maryland.

13. To do all and everything necessary, suitable or proper for the accomplishment if any of the purposes, the attainment of any of the objects or the furtherance of any of the powers hereinbefore set forth, either alone or in connection with the other corporations, firms, or individuals and either as principals, co-partners, or agents, and to do every act or acts, thing or things incidental or appurtenant to or growing out of or connected with the aforesaid objects, purposes or powers of any of them.

14. The foregoing enumeration of specific powers shall not be deemed to limit or restrict in any manner the general powers of the Corporation, and the enjoyment and exercise thereof, as conferred by the laws of the State of Maryland.

15. To purchase, acquire, hold, issue, and re-issue the shares of its capital stock subject to the laws of the State of Maryland.

ARTICLE III - ADDRESS

✓ The principal office of the Corporation in the State of Maryland will be maintained at 1358 Cape St. Claire Road, Annapolis, Maryland 21401.

ARTICLE IV - RESIDENT AGENT

The name of the resident agent in the State of Maryland is O. James Shuck, whose post office address is 1358 Cape St. Claire Road, Annapolis, Maryland 21401.

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BOOK 176 PAGE 505
-5-

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ARTICLE V - DIRECTORS

The corporation shall have three (3) or more directors which number may be increased or changed from time to time, subject to the provisions of the By-Laws, and TIMOTHY C. S. YU, STEVE K. CHU, and HO PING WANG, (etc.) shall act as directors until the first annual meeting or until their successors are duly chosen and qualified.

ARTICLE VI - CLOSE CORPORATION

The corporation shall be a close corporation as authorized by Title 4.

ARTICLE VII - CAPITAL STOCK

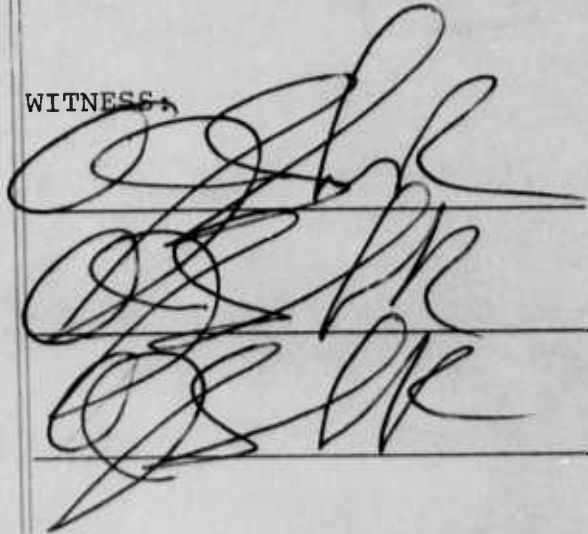
The total amount of authorized stock of the corporation is 5,000 shares of common stock of no par value.

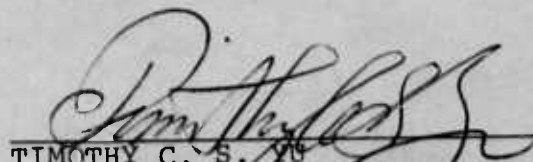
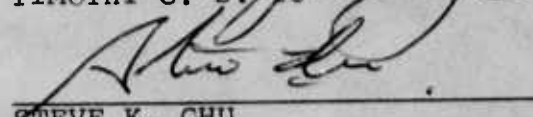
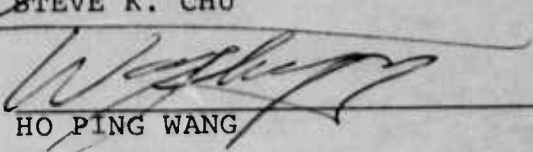
ARTICLE VIII - DURATION

The duration of the corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation on the 1st day of November, 1985, and severally acknowledge the same to be our act.

WITNESS:




TIMOTHY C. S. YU

STEVE K. CHU

HO PING WANG

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003001

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BOOK 176 PAGE 506

(02) *[Signature]*

Stock

(52)

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION APPROVED FOR RECORD			
TIME	MO.	DAY	YEAR
9:43	11	6	85
20	ORG. & CAP. FEE		
20	RECORDING FEE		
	LIMITED PARTNERSHIP FEE		
	OTHER		
40	TOTAL		
	CASH	<input type="checkbox"/>	APPROVED BY
	CHECK	<input checked="" type="checkbox"/>	<i>[Signature]</i>

O. James Shuck
1358 Cape St. Claire Rd.
Cape St. Claire, Md 21401

0000 0506

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 176 PAGE 507
ARTICLES OF INCORPORATION
OF
Y. W. & C. INCORPORATED

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 06, 1985 AT 09:43 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2758 , FOLIO 6 002995 , OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID:
\$ 20

RECORDING FEE PAID:
\$ 20

SPECIAL FEE PAID:
\$

D2027530

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.

Michael W. Fisher



A 189111

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BOOK 176 PAGE 508

ARTICLES OF INCORPORATION
OF

A. P. Y., INC.

A Close Corporation

1985 OCT 23 A 10:1

FIRST: I, TIMOTHY D. MURNANE, whose post office address is 801 West Central Avenue, P.O. Box 125, Davidsonville, Maryland 21035, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter referred to as the "Corporation") is:

A. P. Y., INC.

THIRD: The purposes for which the Corporation is formed are:

1. To engage in the business of buying and selling power boats, motor yachts, sail boats, and to sell, purchase, market and generally trade and deal in new and used boats of all types, and to perform all necessary and proper related services and activities in connection with the buying and selling of such items; and

2. To do anything permitted by Section 2-103 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time.

FOURTH:

1. The post office address of the principal office of the Corporation in this State is: 1004 Forest Hills Avenue, Annapolis, Maryland 21403

2. The name and post office address of the Resident Agent of the Corporation in this State is Timothy D. Murnane, Esquire, 801 West Central Avenue, P.O. Box 125, Davidsonville, Maryland 21035. Said Resident Agent is an individual actually residing in this State.

FIFTH: The total number of shares of capital stock which the Corporation has authority to issue is five thousand (5,000) shares of common stock, without par value.

SIXTH: The initial number of Directors of the Corporation shall be three (3) which numbers may be increased or decreased.

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 FEB 25 AM 9:16

E. AUBREY COLLISON
CLERK

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BOOK 176 PAGE 509

The names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are:

ROBERT FIELD
STEVEN KOPEL
TIMOTHY D. MURNANE

SEVENTH: Pursuant to the Corporations and Associations Article, Section 4-201, the corporation hereby elects to be a "CLOSE CORPORATION".

EIGHTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders. The terms directors shall mean stockholders upon the corporation's election, if any, to have no board of directors.

The Board of Directors of the Corporation may classify or reclassify any unissued shares by fixing or altering in any one or more respects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of redemption of and the conversion rights of, such shares.

The enumeration and definition of a particular power of the Board of Directors included in the foregoing shall in no way be limited or restricted by reference to or inference from the terms of any other clause of this or any other article of the Charter of the Corporation, or construed as or deemed by inference or otherwise in any manner to exclude or limit any powers conferred upon the Board of Directors under the General Laws of the State of Maryland, now or hereafter in force.

NINTH:

1. As used in this Article NINTH, any word or words that are defined in Section 2-418 of the Corporations and Associations Article of the Annotated Code of Maryland (the "Indemnification Section"), as amended from time to time, shall have the same meaning as provided in the indemnification section.

2. The Corporation shall indemnify a present or former director, officer or stockholder of the Corporation in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section.

3. With respect to any corporate representative other than a present or former director or officer, the Corporation may indemnify such corporate representative in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section; provided, however, that to the extent a corporate

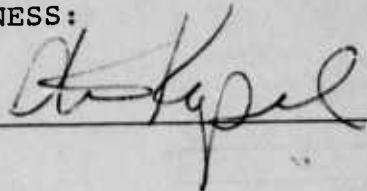
002952


BOOK 176 PAGE 510

representative other than a present or former director or officer successfully defends on the merits or otherwise any proceeding referred to in subsections (b) or (c) of the Indemnification Section or any claim, issue or matter raised in such proceeding, the Corporation shall not indemnify such corporate representative other than a present or former director or officer under the Indemnification Section unless and until it shall have been determined and authorized in the specific case by (i) an affirmative vote at a duly constituted meeting of a majority of the Board of Directors who were not parties to the proceeding; (ii) or an affirmative vote, at a duly constituted meeting of a majority of all the votes cast by stockholders who were not parties to the proceeding, that indemnification of such corporate representative other than a present or former director or officer is proper in the circumstances.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on this 23 day of Sept, 1985 and I acknowledge the same to be my act.

WITNESS:



 (SEAL)
TIMOTHY D. MURNANE
801 West Central Avenue
P.O. Box 125
Davidsonville, Maryland 21035

002953

BOOK 176 PAGE 511

02

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION 16
APPROVED FOR RECORD

TIME	MO.	DAY	YEAR
9:30	11	5	85
20	ORG. & CAP. FEE		
20	RECORDING FEE		
	LIMITED PARTNERSHIP FEE		
	OTHER		
40	TOTAL CASH <input type="checkbox"/> APPROVED BY		
	CHECK <input checked="" type="checkbox"/> <i>Am</i>		

stk

Timothy Murnane
P.O. Box 125
Davidsonville, Md 21035

0000 6511

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 176 PAGE 512
ARTICLES OF INCORPORATION
OF
A. P. Y., INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 05, 1985 AT 09:30 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2758, FOLIO 002949 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID:
\$ 20

RECORDING FEE PAID:
\$ 20

SPECIAL FEE PAID:
\$

D2027472

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND, BALTIMORE.

Richard W. Fether



A 189105

002938

BOOK 176 Page 513

CITY PROPERTIES, INC.

A MARYLAND CORPORATION

ARTICLES OF INCORPORATION

FIRST: I, PATRICIA BARKER, whose post office address is 1436 Mariner Drive, Arnold, Maryland 21012, being over eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland and the Corporations and Associations Article of the Annotated Code of Maryland.

SECOND: The name of the corporation (which is hereafter referred to as the "Corporation") is City Properties, Inc.

THIRD: The purposes for which the Corporation is formed are:

(1) To acquire, renovate, rent and eventually sell residential dwelling units in Baltimore City, and the surrounding counties of Maryland.

(2) To do anything permitted by Section 2-103 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time, and in particular to make any act generally permitted of any Corporation pursuant to such Section reasonably related to the purposes above or such other purposes as the Board of Directors may subsequently select.

FOURTH: The post office address of the principal office of the Corporation in this State is 1436 Mariner Drive, Arnold, Maryland 21012. The name and post office address of the Resident Agent of the Corporation in this State is Patricia Barker, 1436 Mariner Drive, Arnold, Maryland 21012. Said Resident Agent is an individual actually residing in this State and is over eighteen (18) years of age.

FIFTH: The total number of shares of capital stock which the Corporation has authority to issue is five thousand (5,000) shares of common stock, without par value.

1 per office of
Christopher Harris Hill
Empire Media & Publishing
2500 Industrial Drive, Suite 111
Glen Burnie, Maryland 21061
(410) 768-0711

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 FEB 25 AM 9:16

E. AUBREY COLLISON
CLERK

53098185

0000 0513

SIXTH: The number of Directors of the Corporation shall be two (2), which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than two, provided that:

(1) If there is no stock outstanding, there may be only one director, but not less than one; and

(2) If there is stock outstanding and so long as there are less than three stockholders, the number of directors may be less than three but not less than the number of stockholders.

The names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are Patricia Barker and Mike Borgese.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

(1) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized.

(2) The Board of Directors of the Corporation may classify or reclassify any unissued shares by fixing or altering in any one or more respects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of redemption of, and the conversion rights of, such shares.

The enumeration and definition of a particular power of the Board of Directors included in the foregoing shall in no way be limited or restricted by reference to or inference from the terms of any other clause of this or any other article of the Charter of the Corporation, or construed as or deemed by inference or

Law Office of
Christopher Harris Hill
A Suite Medical Building
200 Howard Drive, Suite 213
Glen Burnie, Maryland 21041
(410) 768-6711

otherwise in any manner to exclude or limit any powers conferred upon the Board of Directors under the General Laws of the State of Maryland or hereafter in force.

EIGHTH: Except as may otherwise be provided by the Board of Directors of the Corporation, no holder of any shares of the stock of the Corporation shall have any pre-emptive right to purchase, subscribe for, or otherwise acquire any shares of stock of the Corporation of any class now or hereafter authorized, or any securities exchangeable for or convertible into such shares, or any warrants or other instruments evidencing rights or options to subscribe for, purchase or otherwise acquire such shares.

NINTH:

(1) As used in this Article NINTH, any word or words that are defined in Section 2-418 of the Corporations and Associations Article of the Annotated Code of Maryland (the "Indemnification Section"), as amended from time to time, shall have the same meaning as provided in the Indemnification Section.

(2) The Corporation shall indemnify a present or former director or officer of the Corporation in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section.

(3) With respect to any corporate representative other than a present or former director or officer, the Corporation may indemnify such corporate representative in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section; provided, however, that to the extent a corporate representative other than a present or former director or officer successfully defends on the merits or otherwise any proceeding referred to in subsections (b) or (c) of the Indemnification Section or any claim, issue or matter raised in such proceeding, the Corporation shall not indemnify such corporate representative other than a present or former director or officer under the Indemnification Section unless

Law Office of
Christopher Harris Hill
Empire State Building
200 Riverside Drive, Suite 1111
New York, New York 10022
(212) 692-1111

002941

BOOK 176 Page 516

and until it shall have been determined and authorized in the specific case by (i) an affirmative vote at a duly constituted meeting of a majority of the Board of Directors who were not parties to the proceeding; or (ii) an affirmative vote, at a duly constituted meeting of a majority of all the votes cast by stockholders who were not parties to the proceeding, that indemnification of such corporate representative other than a present or former director or officer is proper in the circumstances.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 1st day of November, 1985 and I acknowledge the same to be my act.

WITNESS:

Bonnie S. O'Brien Patricia A. Barker
Patricia Barker

bob/52

Law offices of
Christopher Harris Hill
Empire State Building
200 Broadway, New York, N.Y. 10038
CCH: 800-368-7100

CLERKS NOTAT
BEST COP
AVAILABL

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and until it shall have been determined and authorized in
the specific case by (1) an affirmative vote of a duly
constituted meeting of a majority of the Board of Directors
who were not parties to the proceeding; or (2) an affirma-
tive vote of a duly constituted meeting of a majority of
all the votes cast by stockholders who were not parties to
the proceeding, that indemnification of such corporate
representative is proper in the circumstances.

BOOK 176 PAGE 517

IN WITNESS WHEREOF, I have signed these Articles of
Incorporation this 10th day of November, 1985, and I acknow-

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME	MO.	DAY	YEAR
10:05	11	5	85
23	ORG. & CAP. FEE		
23	RECORDING FEE		
	LIMITED PARTNERSHIP FEE		
	OTHER		
46	TOTAL		
	CASH	<input type="checkbox"/>	APPROVED BY
	CHECK	<input checked="" type="checkbox"/>	REM

(52)

54K

1985 NOV -5 A 10:05

Christopher Hill
200 Hospital Dr., #113
Glen Burnie, Md 21061

0000 6517

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 176 PAGE 518

ARTICLES OF INCORPORATION
OF
CITY PROPERTIES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 05, 1985 AT 10:05 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 5 2758, FOLIO 002937 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID:
\$ 20

RECORDING FEE PAID:
\$ 20

SPECIAL FEE PAID:
\$

D2027456

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.



A 189103

BOOK 176 519

ARTICLES OF INCORPORATION

002888

OF

SURROGATE SPOUSE, INCORPORATED

fw
FIRST: We, Jayne Karen Branham of 426 Blossom Tree Drive, Annapolis, Maryland 21401 and Judith Ellen Mulrenin 7 Sharpe Road, Annapolis, Maryland 21401 being at least eighteen (18) years of age, do, under and by virtue of the general incorporation laws of the State of Maryland authorizing the formation of corporations, voluntarily associate ourselves with the intention of forming a corporation and hereby form a corporation.

SECOND: The name of the corporation (which is hereinafter called "corporation") is Surrogate Spouse, Incorporated.

THIRD: The purposes for which the corporation is formed are:

(A) To engage in the business of house cleaning, errand running, maintenance, gardening, cooking, party planning and various related service tasks and to do all the things and activities associated with owning, operating, conducting and managing such an enterprise including, but not limited to the purchase of supplies.

(B) To engage generally in all phases of sales of such services and related products.

(C) To enter into partnerships, joint ventures, franchises and all other business associations for any lawful purpose.

(D) To engage in the ownership, operation, construction, franchising, management, marketing and all other lawful activities respecting those items named in (A) and (B) above, and to engage in any other lawful business or businesses, whether or not related to those elsewhere described in these articles, and those authorized or approved from time to time by the Board of Directors.

(E) To purchase, lease and otherwise acquire, hold, mortgage, and otherwise dispose of all kinds of property, real, personal and mixed, both in this State and in any part of the world.

(F) To engage in and carry on the business of importing, exporting, manufacturing, producing, buying, selling, and otherwise dealing in and with goods, wares, and merchandise, of every class and description

(G) To engage in and carry on any other business which may conveniently be conducted in conjunction with any of the business of the corporation.

(H) To require all or any part of the good will, rights, property and business of any person, firm, association or corporation heretofore and hereafter engaged in any business similar to any business which the corporation has the power to conduct, and hold, utilize, enjoy and in any manner dispose of, the whole or any part of the rights, property and business so acquired, and to assume in connection therewith any liabilities of any such person, firm, association or corporation.

(I) To apply for, obtain, purchase, or otherwise acquire any patents, copyrights, licenses, trademarks, trade names, rights, processes, formulae, and the like, which may seem capable of being used for any of the purposes of the corporation; and to use, exercise, develop, grant licenses in respect of sell and otherwise turn to account the same.

(J) To guarantee the payment of dividends upon any shares of stock or shares in, or the performance of any contract by any other corporation or association in which this corporation has an interest, and to endorse or otherwise guarantee payment of principle and interest, or either, of any bonds, debentures, notes or other evidence of indebtedness created, or issued by any such other corporation or association.

(K) To do anything permitted by the Corporations and Associations Articles, Section 2-103, of the Annotated Code of Maryland, as amended from time to time.

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 FEB 25 AM 9:16

E. AUBREY COLLISON
CLERK

53098136

0000 0519

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AVAILA

(L) The foregoing objects and purposes shall, except when otherwise expressed, be in no way limited or restricted by reference to the terms of any other clause of this or any other section of these articles of incorporation or of any amendment thereto, and shall be regarded as independent and construed as powers as well as objects and purposes.

✓ FOURTH: The address of the principal office of the corporation in this state is 426 Blossom Tree Drive, Annapolis, Maryland 21404. Resident Agent is Jayne Karen Branham, at same address.

FIFTH: The total number of shares of capital stock which the corporation has authority to issue is One Thousand (1,000) shares, no par value in each share, all of which shall be of one class designated as common stock.

SIXTH: The corporation shall have two (2) directors being Jayne Karen Branham and Judith Ellen Mulrenin who shall act as directors until the first annual meeting or until their successors are duly chosen or qualified.

SEVENTH: The Board of Directors shall have the power to create by-laws for the purpose of restricting transferability of stock as long as these restrictions are not inconsistent with law.

EIGHT: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the corporation and of the directors and stockholders.

The Board of Directors of the corporation are hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, and securities convertible into share of its stock of any class, whether now or hereafter authorized, for such consideration as said Board of Directors may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the by-laws of the corporation or under the law of the State of Maryland.

Any contract, transaction or act of the corporation or of the directors which shall be ratified by a majority or a quorum of the stockholders having voting powers at the annual meeting, or at any special meeting called for such purpose, shall, so far as permitted by law, be valid and as binding as those ratified by every stockholder of the corporation.

Notwithstanding any provision of law requiring the section to be taken or authorized by the affirmative vote of the holders or a majority or other designated proportion of the shares of the shares of each class, or otherwise to be taken or authorized by vote of the stockholders, such action shall be effective and valid if taken or authorized by the affirmative vote of the holders of a majority of the total number of shares outstanding and entitled to vote thereon, except as otherwise provided in the charter or in the by-laws but in cases in which the law authorized such action to be taken or authorized by a less vote, such action shall be effective and valid if so taken or authorized except as otherwise provided in the charter or in the by-laws.

NINTH: Each director and each officer and his heirs, executors, and administrators, shall be indemnified by the company against any costs and expenses reasonable incurred by him in connection with any action, suit, or proceeding, to which he may be made a party by reason of his being or having been a director or officer of the company or of any other corporation which he serves or has served as director or officer at the request of the company, and against any amounts paid by him in settlement of or in satisfaction of a judgment in this action, suit, or proceeding (other than amounts paid or payable to the corporation), provided that no director or officer shall be indemnified against any costs, expenses, or payments, in relation to any matter as to which he shall be finally adjudged liable for acting fraudulently as to the corporation, or derelict in the performance of his duties as such director or officer or in relation to any matter as to which there has been no adjudication with respect to this performance of his duties unless the company shall receive an opinion from independent counsel that the director or officer is not liable for alleged fraudulent conduct and has not been derelict as stated above; and provided that the foregoing rights of indemnification shall be exclusive of other rights to which he may be entitled as a matter of law.

TENTH: Provisions for the regulations of the internal affairs of the corporation are: the power to make, alter, amend or repeal the by-laws shall be vested in the Board of Directors.

ELEVENTH: Pre-emptive rights - the stockholders of the common stock shall have the pre-emptive rights, that is, shall have the right of first purchase when the Board of Directors chooses to issue further stock than that already outstanding, at the price, terms and conditions, as shall be fixed by the Board of Directors. These pre-emptive rights shall be exercised in the relation determined by the number of shares held by each stockholder at the time of issue in relation to the total number of shares outstanding at the time of issue.

TWELFTH: The names and address, including street number of each incorporator are:

Jayne Karen Branham

426 Blossom Tree Drive
Annapolis, Maryland 21401

Judith Ellen Mulrenin

7 Sharpe Road
Annapolis, Maryland 21401

IN WITNESS WHEREOF, we have signed these Articles of Incorporation.

WITNESS:

DATE: October 4, 1985

Thomas J. Mulrenin

Jayne Karen Branham
Jayne Karen Branham

Thomas J. Mulrenin

Judith E. Mulrenin
Judith Ellen Mulrenin

STATE OF MARYLAND:

COUNTY OF ANNE ARUNDEL:

I HEREBY CERTIFY that of this 4th day of October 1985, before me, the subscriber, a Notary Public in and for the State of Maryland and in and for thee County aforesaid, personally appeared JAYNE KAREN BRANHAM and JUDITH ELLEN MULRENIN, and acknowledged the foregoing Articles of Incorporation to be their act.

IN WITNESS WHEREOF, I set my hand and Notarial Seal, the by and year first above written..

Thomas J. Mulrenin
Thomas J. Mulrenin

My Commission Expires July 1, 1986

002891

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(52)

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
TIME 9:42 MO. DAY YEAR
11-5-85

Strike

20	OR. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL CASH <input type="checkbox"/> APPROVED BY
	CHECK <input checked="" type="checkbox"/> <i>js</i>

1985 NOV-5 A 9:42

Jane Branham
426 Blossum Tree Drive
Annapolis, Md 21404

0000 0522

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 176 Page 523
ARTICLES OF INCORPORATION
OF
SURROGATE SPOUSE, INCORPORATED

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 05, 1985 AT 10:04 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2758, FOLIO 002887 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID:
\$ 20

RECORDING FEE PAID:
\$ 20

SPECIAL FEE PAID:
\$

D2027365

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.

Richard W. Frazier



A 189094

BOOK 176 PAGE 524

002711

ARTICLES OF INCORPORATION
OF

CROFTON HOME IMPROVEMENTS, INC.
(a close corporation)

FIRST: I, the undersigned, WILLIAM D. JONES, of 1034 Shoreview Circle, Crownsville, Anne Arundel County, Maryland 21032, being over eighteen (18) years of age, do under and by virtue of the General Laws of the State of Maryland, authorizing the formation of corporations, hereby form a corporation under and by virtue of said laws.

SECOND: The name of this Corporation (which is hereinafter referred to as the "Corporation") shall be:

CROFTON HOME IMPROVEMENTS, INC.

THIRD: The Corporation shall be a close corporation as authorized by Title Four of the Corporations and Associations Article of the Annotated Code of Maryland, as amended.

FOURTH: The post office address of the principal office of the Corporation in this State is 1034 Shoreview Circle, Crownsville, Anne Arundel County, Maryland 21032. The resident agent is Gregory J. Olsen, Esquire, whose address is 7 Village Green, Crofton, Maryland, 21114, and who is a resident of the State of Maryland.

FIFTH: The total number of shares of stock which the Corporation will have authority to issue is One Thousand (1,000) shares of common stock, without par value, all of one class. Each share of common stock shall have full voting rights.

SIXTH: The initial number of directors shall be one (1); immediately subsequent to the organizational meeting and the issuance of stock, there shall be no board of directors and no directors; the management and affairs of the corporation shall then be conducted by the stockholders. The provisions hereof shall be construed in accordance with Section 4-301 et seq. of the Corporations & Associations Article of the Annotated Code of Maryland. The name of the director who shall act as initial director and until the aforesaid election to have no board of directors or directors becomes effective is:

WILLIAM D. JONES 1034 Shoreview Circle
Crownsville, MD 21032

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

The Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized.

The Corporation may classify or reclassify any unissued share by fixing or altering in one or more respects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions, and qualifications of, and dividends on, such shares.

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 FEB 25 AM 9:16

E. AUBREY COLLISON
CLERK

000008271

0000 0524

The Corporation reserves the right from time to time to make any amendment of its charter, now or hereafter authorized by law, including any amendment which alters the contract rights, as expressly set forth in its charter, of any outstanding stock.

The Corporation shall indemnify each of its officers and directors, whether or not then in office, (and his executor, administrator and heirs) against all reasonable expenses actually and necessarily incurred by him in connection with the defense of any litigation to which he may have been made a party because he is or was a director or officer of the Corporation. He shall have no right to reimbursement, however, in relation to matters as to which he has been adjudged liable to the Corporation for negligence or misconduct in the performance of his duties. The right of indemnity for expenses shall also apply to expenses of suits which are compromised or settled if the Court having jurisdiction of the action shall approve such settlement.

The foregoing right of indemnification shall be in addition to, and not exclusive of, all other rights to which such director or officer may be entitled.

NINTH: The purposes for which the Corporation is formed are to carry on and conduct any and all business lawful under the laws of the State of Maryland. This charter shall be construed to fully comply with all governmental statutes, regulations and ordinances and anything herein contained contrary to such laws shall be void and of no force or effect without effect upon any remaining provisions. The Corporation is authorized to carry on and conduct, to do or cause to be done, anything reasonably incidental to the aforesaid lawful business purposes including, but not necessarily limited to the following:

The making, execution and receiving of contracts or assignments or delegations of contracts therefor or relating thereto or connected therewith; and to manufacture, produce, adapt, and prepare, and deal in or with any materials, articles, or things incidental to or required for, or useful in connection with any of such activities. And in further incident thereto to purchase, to receive by way of gift, subscribe for, invest in, and in all other ways acquire import, lease, possess, maintain, handle on consignment, own, hold for investment or otherwise use, enjoy, exercise, operate, manage, conduct, perform, make, borrow, guarantee, contract in respect of trade and deal in, sell, exchange, let, lend, export, mortgage, pledge, deed in trust, hypothecate, encumber, transfer, assign and in all other ways dispose of, design, develop, invent, improve, equip, repair, alter, fabricate, assemble, build, construct, operate, manufacture, plant, cultivate, produce, market, and in all other ways (whether like or unlike any of the foregoing), deal in and with property of every kind and character, real, personal or mixed, tangible or intangible, wherever situated and however held, including, but not limited to, money, credits, choses in action, securities, stocks, bonds, warrants, script, certificates, debentures, mortgages, notes, commercial paper and other obligations and evidences of interest in or indebtedness of any person, firm or corporation, foreign or domestic, or of any government or subdivision or agency thereof, documents of title, and accompanying rights, and every other kind and character of personal property, real property (improved or unimproved), and the products and avails thereof, and every character of interest therein and appurtenance thereto and to exercise in respect thereof, all of the rights, powers, privileges, and immunities of individual owners or

002713

14

BOOK 176 PAGE 526

holders thereof; to hire and employ agents, servants and to enter into collective bargaining agreements, and to act as agent, contractor, trustee, factor or otherwise, either alone or in company with others; to promote or aid in any manner, financially or otherwise, any person, firm, association or corporation, and to guarantee contracts and other obligations; to let concessions to others to do, and to enter into, make, perform and carry out, contracts and arrangements of every kind and character with any person, firm, association or corporation, or any government or authority or subdivision or agency thereof which reasonably relate to the purpose of the corporation; to carry on any business whatsoever that this Corporation may deem proper or convenient in connection with any of the foregoing purposes, or that it may deem calculated, directly or indirectly, to improve the interests of this Corporation, and to do all things specified in the laws of Maryland, and to have and to exercise all powers conferred by the laws pursuant to which and under which this Corporation is formed, as such laws are now in effect or may at any time hereafter be amended, and to do any and all things hereinabove set forth to the same extent and as fully as natural persons might or could do, either alone or in connection with other persons, firms, associations or corporations, and in any part of the world.

The foregoing statement of purposes shall be construed as a statement of both purposes and powers and shall be liberally construed in aid of the powers of this Corporation.

TENTH: The Corporation shall commence business upon the acceptance of this charter by the State of Maryland, Department of Assessments & Taxations.

ELEVENTH: If (a) any two or more shareholders or subscribers to stock of the Corporation shall enter into any agreement abridging, limiting or restricting the rights of any one or more of them to sell, assign, transfer, mortgage, pledge, hypothecate or transfer on the books of the Corporation, any or all of the stock of the Corporation held by them, and if a copy of said agreement shall be filed with the Corporation, or if (b) the incorporators or the shareholders entitled to vote shall adopt any by-law provision abridging, limiting or restricting the aforesaid certificates of shares of stock subject to such abridgments, limitations or restrictions shall have a reference thereto endorsed thereon by any officer of the Corporation and such stock shall not thereafter be transferred on the books of the Corporation except in accordance with the terms and provisions of such agreement by by-law, as the case may be.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation, on this 2 day of July, 1985.

WITNESS:

Klaus E. Schweitzer

William D. Jones (SEAL)
WILLIAM D. JONES

STATE OF MARYLAND

:

SS:

COUNTY OF ANNE ARUNDEL

:

CLERKS NOTATIO
BEST COPY
AVAILABLE

002715

BOOK 176 PAGE 528

02



(52)

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 11:15 MO. 11 DAY 5 YEAR 85

20	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL
	CASH <input type="checkbox"/> CHECK <input checked="" type="checkbox"/>
	APPROVED BY <i>PCM</i>

stk

Please return to:
G. J. OLSEN
7 Village Green
CROFTON, Md. 21114

0000 6527

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 176 PAGE 529

ARTICLES OF INCORPORATION
OF
CROFTON HOME IMPROVEMENTS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 05, 1985 AT 11:15 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2758 FOLIO 5 002710 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID:
\$ 20

RECORDING FEE PAID
\$ 20

SPECIAL FEE PAID:
\$

D2026912

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.

Richard W. Fisher



A 189072

BOOK 176 PAGE 530

002065

LON A. DONNER ELECTRICAL CONTRACTOR, INC.

A Maryland Close Corporation,
Organized Pursuant to Title 4 of the
Corporations and Associations Article of the
Annotated Code of Maryland

ARTICLES OF INCORPORATION

FIRST: I, Lon A. Donner, whose post office address is 1913
Hidden Meadow Lane, Annapolis, Maryland, 21401 being at least
eighteen (18) years of age, hereby form a corporation under and by
virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereafter
called the "Corporation") is LON A. DONNER ELECTRICAL CONTRACTOR,
INC.

THIRD: The Corporation shall be a close corporation as au-
thorized by Title 4 of the Corporations and Associations Article
of the Annotated Code of Maryland, as amended.

FOURTH: The purposes for which the Corporation is formed are:

(1) To solicit, bid for, enter into, and perform con-
tracts for the doing of electrical work and the furnishing of elec-
trical machinery, appliances, accessories, materials, and supplies
of all kinds; to design, devise, invent, manufacture, install, re-
move, repair, inspect, report upon, buy, sell, handle, and deal in
machinery, plants, apparatus, appliances, accessories, equipment,
supplies, and means and materials, of all kinds, for the genera-
tion, production, transmission, transformation, accumulation, stor-
age, distribution, supplying, application, and utilization of elec-
tricity for all purposes; to purchase, sell, mortgage, exchange,

53088421

RECEIVED FOR RECORD
CLERK OF DISTRICT COURT
1986 FEB 25 AM 9:16
E. AUBREY COLLISON
CLERK

Robt & Hongland
Chartered
Attorneys and
Counselors at Law
Parole Station
2301 Kalcet Ave.
Annapolis, MD 21401
(301) 266-6161

0000 0529

BOOK 176 Page 531

002066

lease, let, hold for investment or otherwise, use, and operate real estate of every kind, and any right or interest therein; and to engage in any other lawful purpose and business; and

(2) To do anything permitted by Section 2-103 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time.

FIFTH: The post office address of the principal office of the Corporation in this State is 1913 Hidden Meadow Lane, Annapolis, Maryland 21401. The name and post office address of the Resident Agent of the Corporation in this State are Lon A. Donner, 1913 Hidden Meadow Lane, Annapolis, Maryland 21401. Said Resident Agent is an individual actually residing in this State.

SIXTH: The total number of shares of capital stock which the Corporation has authority to issue is two thousand five hundred (2,500) shares of common stock, without par value.

SEVENTH: The Corporation elects to have no Board of Directors. Until the election to have no Board of Directors becomes effective, there shall be one (1) Director, whose name is Lon A. Donner.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 30th day of OCTOBER, 1985, and I acknowledge the same to be my act.

WITNESS:

[Signature]

[Signature]
Lon A. Donner

Kelb & England
Chartered
Attorneys and
Counselors at Law
Parole Station
2301 Katzel Ave
Annapolis, MD 21401
(301) 266-6161

0000 0530

CLERKS NOTAT
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AVAILABL

002667

- BOOK 176 PAGE 532

02

14

NOV - 4 A 11:52

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME	11:52	MO	DAY	YEAR
				11/4/85
20	REG. & CAP. FEE			
20	RECORDING FEE			
	LIMITED PARTNERSHIP FEE			
	SPRINT			
40	TOTAL CASH			
	CHECK			
	APPROVED BY			A

(52)

att

Kalb + Hoagland
2301 Katief Ave
Annapolis, Md 21401

0000 6531

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 176 Page 533

ARTICLES OF INCORPORATION
OF
LON A. DONNER ELECTRICAL CONTRACTORS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 04, 1985 AT 11:52 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2758, FOLIO 002064, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID:
\$ 20

RECORDING FEE PAID:
\$ 20

SPECIAL FEE PAID:
\$

D2026821

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.

R. W. Fether



A 189063

BOOK 176 PAGE 534

002061

ARTICLES OF INCORPORATION

OF

ALTERED ESTATES INC.
(A Close Corporation)

FIRST: The undersigned, Carl E. Tuerk, Jr., whose post office address is Suite 700, 114 E. Lexington Street, Baltimore, Maryland 21202, being at least Eighteen (18) years of age, does hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called "Corporation") is:

ALTERED ESTATES INC.

THIRD: The corporation shall be a close corporation as authorized by Title 4 of the Corporations and Associations Article of the Annotated Code of Maryland.

FOURTH: The purposes for which the corporation is formed are to engage in the business of general construction contracting, commercial and residential, and any and all allied and accessory activities and do such things as may be necessary and desirable in connection therewith.

The Corporation shall be authorized to exercise all powers, rights and privileges granted to corporations under the General Laws of the State of Maryland, and to engage in such business and transactions which the Board of Directors or the Stockholders shall deem advisable.

FIFTH: The Post Office address of the Corporation is:

1418 Harmony Lane
Annapolis, Maryland 21401

The name and the post office address of the Resident Agent for the Corporation in this State is Carl E. Tuerk, Jr., Suite 700, 114 E. Lexington Street, Baltimore, Maryland 21202.

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 FEB 25 AM 9:16

E AUBREY COLLISON
CLERK

53088509

97 01 V 7-ADU 001

0000 6533

002662

BOOK 176 PAGE 535

SIXTH: The total number of shares of stock the Corporation has authority to issue is One Hundred (100) shares of which the entire number shall be common stock without par value.

SEVENTH: Upon the completion of the organizational meeting of the Board of Directors, and the issuance of one (1) or more shares of stock of the Corporation, the Corporation shall have no Board of Directors. Until such time, the Corporation shall have one (1) Director, whose name is Carl E. Tuerk, Jr.

EIGHTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and its Directors (if any) and stockholders.

1. The Corporation and Stockholders shall be empowered and authorized to exercise all of the rights and privileges conferred upon a close corporation under Title 4, "Close Corporations" of the Corporations and Associations Article of the Annotated Code of Maryland as existing on the effective date of those Articles or as the same may be amended from time to time, including without limitation the authority to enter into one or more stockholder's agreements as is authorized by Section 4-401 of Maryland; but not provision of the Charter or By-Laws of the Corporation shall be constituted as such a stockholder's agreement especially authorized by Section 4-401 under such Article unless such provisions specifically state that it shall be deemed to be such a stockholder's agreement.

NINTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation, acting as an incorporation and having acknowledged them to by my act this 31st day of October, 1985.

Cornie Gaye Chivers
WITNESS

CARL E. TUERK, JR.

0000 0534

CLERKS NOTATION
BEST COPY
AVAILABLE

ARTICLES OF INCORPORATION
OF
ALTERED ESTATES INC.
(A Close Corporation)

002663

BOOK 176 PAGE 536

(02)

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5002

(52)

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 10:46 MO. DAY YEAR 11-4-85

20	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL CASH <input type="checkbox"/> APPROVED BY CHECK <input checked="" type="checkbox"/> <i>gls</i>

Carl Tuerk
Calvert + Lexington
Provident Financial Center Hq. fl
Balt Md 21202

ION
Y
E

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 176 Page 537

ARTICLES OF INCORPORATION
OF
ALTERED ESTATES INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 04, 1985 AT 10:46 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2758, FOLIO 002060, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID:
\$ 20

RECORDING FEE PAID:
\$ 20

SPECIAL FEE PAID:
\$

D2026813

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE

Richard W. Parker



A 189062

BOOK 176 Page 538

ARUNDEL ASSURANCE, INC.

ARTICLES OF INCORPORATION

002603

NOV-4 A 11:49

FIRST: I, Alan W. Bernstein, whose post office address is 79 West Street, Annapolis, Maryland 21401, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereafter referred to as the "Corporation") is ARUNDEL ASSURANCE, INC..

THIRD: The purposes for which the Corporation is formed are:

(1) To sell life insurance, disability insurance and related products.

(2) To do anything permitted by Section 2-103 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time.

FOURTH: The post office address of the principal office of the Corporation in this State is 79 West Street, Annapolis, Maryland 21401. The name and post office address of the Resident Agent of the Corporation in this State is Alan W. Bernstein, 79 West Street, Annapolis, Maryland 21401. Said Resident Agent is an individual actually residing in this State.

FIFTH: The total number of shares of capital stock which the Corporation has authority to issue is One Hundred (100) shares of common stock, without par value.

SIXTH: The number of Directors of the Corporation shall be three (3) which numbers may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than three, provided that:

(1) If there is no stock outstanding, the number of directors may be less than three but not less than one; and

(2) If there is stock outstanding and so long as there are less than three stockholders, the number of directors may be less than three but not less than the number of stockholders.

The names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are:

ALAN W. BERNSTEIN
HARRY M. STERN
JEROME I. FELDMAN

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

(1) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of share of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized.

(2) The Board of Directors of the Corporation may classify or reclassify any unissued share by fixing or altering in any one or more respects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of redemption of, and the conversion rights of,

1986 FEB 25 AM 9:16

E AUBREY COLLISON
CLERK

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002604

BOOK 176 Page 539

-2-

such shares.

The enumeration and definition of a particular power of the Board of Directors included in the foregoing shall in no way be limited or restricted by reference to or inference from the term of any other clause of this or any other article of the Charter of the Corporation, or construed as or deemed by inference or otherwise in any manner to exclude or limit any powers conferred upon the Board of Directors under the General Laws of the State of Maryland now or hereafter in force.

EIGHTH: Except as may otherwise be provided by the Board of Directors of the Corporation, no holder of any share of the stock of the Corporation shall have any pre-emptive right to purchase, subscribe for, or otherwise acquire any share of stock of the Corporation of any class now or hereafter authorized, or any securities exchangeable for or convertible into such shares, or any warrants or other instruments evidencing rights or options to subscribe for, purchase or otherwise acquire such shares.

NINTH: (1) As used in this Article NINTH, any word or words that are defined in Section 2-418 of the Corporations and Associations Article of the Annotated Code of Maryland (the "Indemnification Section"), as amended from time to time, shall have the same meaning as provided in the Indemnification Section.

(2) The Corporation shall indemnify a present or former director or officer of the Corporation in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section.

(3) With respect to any corporate representative other than a present or former director or officer, the Corporation may indemnify such corporate representative in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section; provided, however, that to the extent a corporate representative other than a present or former director or officer successfully defends on the merits or otherwise any proceeding referred to in subsections (b) or (c) of the Indemnification Section or any claim, issue or matter raised in such proceeding, the Corporation shall not indemnify such corporate representative other than a present or former director or officer under the Indemnification Section unless and until it shall have been determined and authorized in the specific case by (i) an affirmative vote at a duly constituted meeting of a majority of the Board of Directors who were not parties to the proceeding; or (ii) an affirmative vote, at a duly constituted meeting of a majority of all the votes cast by stockholders who were not parties to the proceeding, that indemnification of such corporate representative other than a present or former director or officer is proper in the circumstances.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 29 day of October, 1985, and I acknowledge the same to be my act.

WITNESS:

James E. Hanna

Alan W. Bernstein

0000 0538

002605

BOOK 176 PAGE 540

(02)

(52)

15

Stock

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 11:49 MO. DAY YEAR 11-4-85

20	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL CASH <input type="checkbox"/> APPROVED BY
	CHECK <input checked="" type="checkbox"/> 90

Alan Bernstein

PO Box 591

Annap., Md 21404-0591

0000 6539

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 176 PAGE 541

ARTICLES OF INCORPORATION
OF
ARUNDEL ASSURANCE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 04, 1985 AT 11:49 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2758, FOLIO 3, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID:
\$ 20

RECORDING FEE PAID:
\$ 20

SPECIAL FEE PAID:
\$

D2026706

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.

[Signature]



A 189051

BOOK 176 PAGE 542

002595

Central Billing Service, Inc.

A Close Corporation under the Corporation and Associations Article, Title 4, of the Annotated Code of Maryland.

ARTICLES OF INCORPORATION

1. Incorporator - The undersigned, Stephen G. Peroutka, whose post office address is 7845 Oakwood Road, Glen Burnie, Maryland 21061, being at least 21 years of age, does hereby form a corporation under the general laws of the State of Maryland.

2. Name - The name of the corporation, hereinafter called the Corporation, is Central Billing Service, Inc.

3. Close Corporation - The Corporation shall be a close corporation as authorized by Title 4 of the Corporation and Associations Article of the Annotated Code of Maryland.

4. Purposes - The purpose for which the corporation is formed are as follows:

To perform billing services as well as any other legal purpose under the laws of the State of Maryland.

5. Registered Office and Agent - The post office address of the principle office of the Corporation in Maryland is 7700 Ritchie Highway, Harundale Mall, Suite 468, Glen Burnie, MD 21061.

The name and address of the resident agent of the Corporation in Maryland is Stephen G. Peroutka, 7845 Oakwood Road, Glen Burnie, MD 21061.

6. Capital Stock - The total number of shares of stock which the Corporation has authority to issue is 200 shares, without par value, all of one class.

7. Election to have no Board of Directors - After the completion of the organization meeting of the director and the issuance of one or more shares of stock of the Corporation, the Corporation shall have no Board of Directors. Until such time, the Corporation shall have one director, whose name is Michael A. Shure.

8. Duration - The duration of the Corporation shall be perpetual.

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 FEB 25 AM 9:17

E AUBREY COLLISON
CLERK

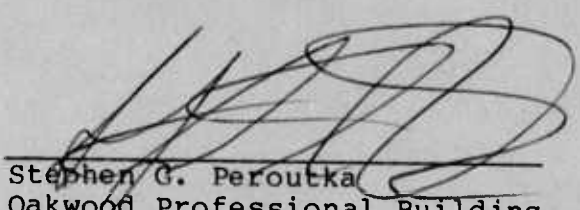
53088146

0000 6541

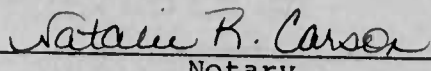
002536

BOOK 176 Page 543

IN WITNESS WHEREOF I have signed these Articles of
Incorporation on November 7, 1985.


Stephen G. Peroutka
Oakwood Professional Building
7845 Oakwood Road
Glen Burnie, Maryland 21061
(301) 768-2424

I HEREBY CERTIFY that on this 1st day of November
1985, before me, the subscriber, a Notary Public in and for the
City/County aforesaid, personally appeared the above-stated, and
made oath in due form of law.


Notary

My Commission Expires July 1, 1986

0000 0542

CLERKS NOTAT
BEST COP
AVAILABL

002597

BOOK 176 PAGE 544

(52)

(02)

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 10:06 MO. DAY YEAR 11-4-85

20	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL CASH <input type="checkbox"/> APPROVED BY
	CHECK <input checked="" type="checkbox"/> <i>gmc</i>

16 Stock

Stephen Peroutka
7845 Oakwood Rd #101
Glen Burnie, MD 21061

NOV - 4 - 10 - 06

0000 6543

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 Page 545

ARTICLES OF INCORPORATION
OF
CENTRAL BILLING SERVICE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 04, 1985 AT 10:06 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2758 , FOLIO 002534 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID
\$ 20

RECORDING FEE PAID
\$ 20

SPECIAL FEE PAID
\$

D2026680

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.

David W. Parker



A 189049

BOOK 176 PAGE 546

002574

ARTICLES OF INCORPORATION
OF
XTEND, INC.

THIS IS TO CERTIFY:

FIRST: THAT I, the subscriber, ROBERT W. TAYLOR, JR.,
1406 Malvern Avenue, Towson, Maryland 21204, being of full legal
age, do under and by virtue of the General Laws of the State of
Maryland authorizing the formation of corporations form a
corporation by the execution and filing of these Articles.

SECOND: The name of the Corporation (which is hereinafter
called the "Corporation") is:

XTEND, INC.

THIRD: The purposes for which the Corporation is formed
and the business and objects to be carried on and performed by
it are as follows:

a. To do anything permitted by Section 2-103 of
the Corporations and Associations Article of the Annotated Code
of Maryland, as amended from time to time.

FOURTH: The Post Office address of the place at which the
principal offices of the Corporation in this State will be
located at 1005 Mastline Drive, Annapolis, Maryland 21401. The
resident agent of the Corporation is DICKEE M. HOWARD, whose
post office address is 401 Allegheny Avenue, Towson, Maryland
21204. Said resident agent is a citizen of the State of
Maryland and actually resides therein.

RECEIVED FOR RECORD
COURT CLERK, BALTIMORE COUNTY

1986 FEB 25 AM 9:17

E. AUBREY COLLISON
CLERK

53088416

0000 0545

10V-4 A 11:44

002575

BOOK 176 PAGE 547

FIFTH: The Corporation shall have three directors, which number may be increased or decreased from time to time as provided for in the By-Laws. MARJORIE HAIG, WILLIAM HAIG, SR. and JOHN W. HAIG shall act as such directors until the first annual meeting or until their successors are duly chosen and qualified.

SIXTH: The total amount of the authorized capital stock of the Corporation is Five Thousand (5,000) shares without nominal or par value.

SEVENTH: The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, and securities convertible into shares of stock of any class, whether now or hereafter authorized, for such consideration as said Board of Directors may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the Corporation.

EIGHTH: The duration of the Corporation shall be perpetual.

NINTH: (1) As used in this ARTICLE NINTH, any word or words that are defined in Section 2-418 of the Corporations and Associations Article of the Annotated Code of Maryland (the "Indemnification Section"), as amended from time to time, shall have the same meaning as provided in the Indemnification Section.

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002576

BOOK 176 PAGE 548

(2) The Corporation shall indemnify a present or former director or officer of the Corporation in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section.

(3) With respect to any corporate representative other than a present or former director or officer, the Corporation may indemnify such corporate representative in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section, provided, however, that to the extent a corporate representative other than a present or former director or officer successfully defends on the merits or otherwise any proceeding referred to in subsection (b) or (c) of the Indemnification Section of any claim, issue or matter raised in such proceeding, the Corporation shall not indemnify such corporate representative other than a present or former director or officer under the Indemnification Section unless and until it shall have been determined and authorized in the specific case by (i) an affirmative vote at a duly constituted meeting of a majority of the Board of Directors who were not parties to the proceeding; or (ii) an affirmative vote, at a duly constituted meeting of a majority of all of the votes cast by stockholders who were not parties to the proceeding, that indemnification of such corporate representative other than a present or former director or officer is proper in the circumstances.

0000 0547

002577

BOOK 176 PAGE 549

IN WITNESS WHEREOF, I have signed these Articles of
Incorporation this 30th day of October, 1985, and I
acknowledge the same to be my act.

WITNESS:

Stacy S. Hattum
10/30/85

R.W. Taylor Jr.
ROBERT W. TAYLOR, JR.

CLERKS NOT
BEST C
AVAILA

002578.

BOOK 176 PAGE 550

10 02

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME	MO.	DAY	YEAR
11:44	11	4	85
20	ORG. & CAP. FEE		
20	RECORDING FEE		
	LIMITED PARTNERSHIP FEE		
	OTHER		
40	TOTAL CASH <input type="checkbox"/> APPROVED BY		
	CHECK <input checked="" type="checkbox"/> <i>ptk</i>		

(52)

Dickie Howard
401 Allegheny Ave.
Towson, Md 21204

0000 6549

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 176 Page 551
ARTICLES OF INCORPORATION
OF
XTEND, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 04, 1985 AT 11:44 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2758 FOLIO 002573 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID:
\$ 20

RECORDING FEE PAID:
\$ 20

SPECIAL FEE PAID:
\$

D2026656

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.

[Signature]



A 189046

BOOK 176 PAGE 552

002558

ARTICLES OF INCORPORATION
OF
P.L.L. MANAGEMENT ASSISTANTS, INC.

FIRST: I, ROBERT W. WARFIELD, whose post office address is 4
Evergreen Road, Severna Park, Maryland 21146, being at least eighteen (18) years of
age, am hereby forming a corporation under and by virtue of the general laws of the
State of Maryland.

SECOND: The name of the Corporation (which is hereinafter called
the "Corporation") is: "P.L.L. MANAGEMENT ASSISTANTS, INC."

THIRD: The purposes for which the Corporation is formed and the
business or objects to be carried on and promoted by it as are as follows:

- (1) To engage in the business of providing management services to
others and to perform in connection therewith any and all related services and to
engage in any and all activities incident thereto;
- (2) To enter into partnerships, joint ventures and other business associ-
ations for any lawful purposes;
- (3) To purchase, lease and otherwise acquire, hold, mortgage and other-
wise dispose of all kinds of property, real personal and mixed, both in this State and
in any part of the world;
- (4) To manufacture, purchase and deal in at wholesale or retail, any and
all kinds and types of materials, supplies and equipment;
- (5) To improve, manage, develop, sell, assign transfer, lease, mortgage,
pledge or otherwise dispose of or turn to account, or deal with all or any part of the
property of the Corporation;
- (6) To acquire, build, charter, buy, lease, rent, operate and use vehicles
of any kind or character;
- (7) To apply for, obtain, register, purchase, lease or otherwise acquire
or own by concessions, rights, options, patents, patent rights, privileges, inventions,

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E. AUBREY COLLISON
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BOOK 176 PAGE 553

processes, copyrights, trademarks, trade names or any right, option or contract in relation thereto; to develop, maintain, lease, sell, transfer, license, dispose of, use, operate or manufacture under or in any way otherwise deal in and with the same; and perform, carry out and fulfill the terms and conditions of any option or contract in relation thereto;

(8) To acquire by purchase, subscription or otherwise, and to hold, sell, own, negotiate, assign, deal in, exchange, transfer, mortgage, pledge or otherwise dispose of any shares of the capital stock, script or any voting trust certificates in respect to the capital stock, or any bonds, mortgages, securities, or other evidence of indebtedness issued or granted by any other corporation, joint stock company or association, public or private, or of the Government of the United States, or any State, territory, municipality or other political subdivision, and to issue in exchange therefor, in the same manner provided by law, shares of the capital stock, bonds, or other obligations of the corporation; and while the holder or owner of any such shares of capital stocks, script, voting trust certificates, bonds, mortgages or other securities or evidence of indebtedness, to possess and exercise in respect thereof any and all rights, powers and privileges of ownership, including the right to vote thereon;

(9) To acquire by purchase, lease or otherwise to own, use and operate factories, shops, manufacturing plants, including lands, buildings, machinery, equipment and appliances, warehouses, stores and other properties within and without the State of Maryland, which may be useful to accomplish any and all of the purposes of carrying on any of the business of the character hereinbefore referred to;

(10) To enter into, make and perform contracts without limit as to the character or amount, execute, issue and endorse drafts, bills of exchange and negotiable instruments of all kinds, as permitted by law;

(11) To borrow money for any of the purposes of this Corporation, and to issue bonds, debentures, debenture stocks, notes or other obligations, and to secure the same by pledge or mortgage of the whole or any part of the property of this

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BOOK 176 PAGE 554

Corporation, whether real or personal or to issue bonds, debentures, debenture stock or notes without any such security;

(12) To purchase, hold and re-issue the shares of its capital stock in such manner as the Board of Directors may from time to time determine;

(13) To have one or more offices and places of business and to carry on all or any part of its operations or business, without restrictions or limit as to the amount of places in any of the cities, districts or territories of the United States, subject to the laws of such state, district or territory.

The foregoing objects and purposes shall, except when otherwise expressed, be in no way limited or restricted by reference to, or in reference from the terms of any other clause of this or any other article of this certificate of incorporation or of any amendment thereto, and shall each be regarded as independent, and construed as powers as well as objects and purposes.

The Corporation shall be authorized to exercise and enjoy all the powers rights and privileges granted to or conferred upon corporations of a similar character by the General Laws of the State of Maryland now or hereafter in force, and the enumeration of the foregoing powers shall not be deemed to exclude any powers, rights or privileges, so granted or conferred.

FOURTH: The post office address of the principal office of the corporation in this State is 4 Evergreen Road, Severna Park, Maryland 21146. The name and post office address of the Resident Agent of the Corporation in this State is ROBERT W. WARFIELD, 4 Evergreen Road, Severna Park, Maryland 21146. Said Resident Agent is an individual actually residing in this State.

FIFTH: The total number of shares of capital stock which the Corporation has authority to issue is five thousand (5,000) shares of capital stock without par value.

SIXTH: The number of Directors of the Corporation shall be three (3), which number may be increased or decreased pursuant to the By-laws of the Corporation, but shall never be less than three provided that:

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BOOK 176 PAGE 555

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(1) If there is no stock outstanding, the number of directors may be less than three but not less than one; and

(2) If there is stock outstanding and so long as there are less than three stockholders, the number of directors may be less than three but not less than the number of stockholders.

The names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are:

ROBERT W. WARFIELD

MICHAEL L. WILSMAN

HANS FROELICHER, IV

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

(1) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized.

(2) The Board of Directors of the Corporation may classify or reclassify any unissued shares by fixing or altering in any one or more respects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of redemption of, and the conversion rights of, such shares.

The enumeration and definition of a particular power of the Board of Directors included in the foregoing shall in no way be limited or restricted by reference to or inference from the terms of any other clause of this or any other article of the Charter of the Corporation, or construed as or deemed by inference or otherwise in any manner to exclude or limit any powers conferred upon the Board of Directors under the General Laws of the State of Maryland now or hereafter in force.

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BOOK 176 PAGE 556

EIGHTH: Except as may otherwise be provided by the Board of Directors, no holder of any shares of the stock of the Corporation shall have any pre-emptive right to purchase, subscribe for, or otherwise acquire any shares of stock of the Corporation of any class now or hereafter authorized, or any securities exchangeable for or convertible into such shares, or any warrants or other instruments evidencing rights or options to subscribe for, purchase or otherwise acquire such shares.

NINTH: (1) As used in this Article NINTH, any word or words that are defined in Section 2-418 of the Corporations and Associations Article of the Annotated Code of Maryland (the "Indemnification Section"), as amended from time to time, shall have the same meaning as provided in the Indemnification Section.

(2) The Corporation shall indemnify a present or former director or officer of the Corporation in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section.

(3) With respect to any corporate representative other than a present or former director or officer, the Corporation may indemnify such corporate representative in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section; provided, however, that to the extent a corporate representative other than a present or former director or officer successfully defends on the merits or otherwise any proceeding referred to in Subsections (b) or (c) of the Indemnification Section or any claim, issue or matter raised in such proceeding, the Corporation shall not indemnify such corporate representative other than a present or former director or officer under the Indemnification Section unless and until it shall have been determined and authorized in the specific case by (i) an affirmative vote at a duly constituted meeting of a majority of the Board of Directors who were not parties to the proceeding; or (ii) an affirmative vote, at a duly constituted meeting of a majority of all the votes cast by stockholders who were not parties to the proceeding, that indemnification of such

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BOOK 176 PAGE 557

002563

corporate representative other than a present or former director or officer is proper in the circumstances.

IN WITNESS WHEREOF I have signed these Articles of Incorporation this 31st day of October, 1985, and I acknowledge the same to be my act.

WITNESS:

Ira J. Greenlee

Robert W. Warfield
ROBERT W. WARFIELD

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BOOK 176 Page 558

02 16

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 9:30 MO. 11 DAY 4 YEAR 85

20	ORG. & CAP. FEE
22	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
42	TOTAL CASH <input checked="" type="checkbox"/> CHECK <input checked="" type="checkbox"/>

52 stk

Robert Warfield
4 Evergreen Rd
Severna Park, Md 21146-3897

0000 0557

CLERKS NOTATION
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BOOK 176 PAGE 559
ARTICLES OF INCORPORATION
OF
P.L.L. MANAGEMENT ASSISTANTS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 04, 1985 AT 09:30 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2758 FOLIO 002557 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION & CAPITALIZATION FEE PAID	RECORDING FEE PAID	SPECIAL FEE PAID
\$ <u>20</u>	\$ <u>22</u>	\$ <u></u>

D2026631

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.

Richard W. Parker



A 189044

BOOK 176 PAGE 560

002554

(A Close Corporation)
ARTICLES OF INCORPORATION
OF
R.J.D. ENTERPRISES, INC.

The undersigned Robert J. Dienes whose address is 19 Weems Creek Dr., Annapolis, Md. 21401, being at least eighteen years of age, does hereby form a corporation under the general laws of the State of Maryland.

FIRST: The name of the corporation is: R.J.D. ENTERPRISES, INC.

SECOND: The corporation shall be a close corporation under Title 4.

THIRD: The period of duration of the corporation shall be perpetual.

FOURTH: The purposes for which the Corporation is formed are:

(1) To engage in the business of the sale and installation of automobile audio equipment and accessories.

(2) To engage in any other lawful purpose and/or business; and,

(3) To do anything permitted by Section 2-103 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time.

FIFTH: The post office address of the principal office of the Corporation in this State is 19 Weems Creek Drive, Annapolis, Maryland 21401. The name and post office address of the Resident Agent of the Corporation in this State is Daniel J. Dienes, 19 Weems Creek Drive, Annapolis, Maryland 21401. Said Resident Agent is an individual actually residing in this State.

SIXTH: The total number of shares of capital stock which the Corporation has authority to issue is Ten Thousand (10,000) shares of common stock, with a par value each of One Dollar (\$1.00).

RECEIVED FOR RECORD
CLERK OF DISTRICT COURT
1986 FEB 25 AM 9:17

E. AUBREY COLLISON
CLERK

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BOOK 176 PAGE 561

Articles of Incorporation
R.J.D. Enterprises, Inc.

Page 2

SEVENTH: The number of directors shall be One (1), which number may be increased or decreased pursuant to the By-Laws of the Corporation. The name of the Director, who shall act until the first annual meeting or until the successor is duly chosen and qualified is Robert J. Dienes.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 31 day of October, 1985 and I acknowledge the same to be my act.

Robert J. Dienes
Robert J. Dienes

Witness:

Ray V. Dienes

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BOOK 176 PAGE 562

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

MO. DAY YEAR
11 4 85

TIME	10:50
20	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL
	CASH <input type="checkbox"/>
	CHECK <input checked="" type="checkbox"/>
	APPROVED BY <i>RM</i>

(52)

sth

Daniel Dienes
19 Weems Creek Dr.
Annapolis, Md 21401

0000 6561

CLERKS NOTATION
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BOOK 176 PAGE 563
ARTICLES OF INCORPORATION
OF
R.J.D. ENTERPRISES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 04, 1985 AT 10:50 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2758, FOLIO 3, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID:
\$ 20

RECORDING FEE PAID:
\$ 20

SPECIAL FEE PAID:
\$

D2026623

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.

David W. Fisher



A 189043

BOOK 176 PAGE 564

002523

ARTICLES OF INCORPORATION
OF
JTM ENTERPRISES, INC.

FIRST: THE UNDERSIGNED, Barry A. Friedman, whose post office address is 5210 Hampden Lane, Bethesda, Maryland 20814, being at least eighteen years of age, does, under and by virtue of the Corporations and Associations Article of the Annotated Code of the State of Maryland, authorizing the formation of corporations, serve as the incorporator with the intention of forming a corporation.

SECOND: The name of the corporation is JTM ENTERPRISES, INC.

THIRD: The purpose for which the corporation is formed is: To engage in any or all lawful business for which corporations may be organized under the Corporations and Associations Article of the Annotated Code of Maryland.

FOURTH: The post office address of the principal office of the corporation in this State is: 1033 Hyde Park Drive, Annapolis, Maryland 21403. The name of the resident of the corporation in this State is Barry A. Friedman, a resident of this State, and the post-office address of the resident is 5210 Hampden Lane, Bethesda, Maryland 20814.

FIFTH: The total number of shares of stock which the corporation has authority to issue is one thousand (1,000) shares without par value, all of one class.

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 FEB 25 AM 9:17

E. AUBREY COLLISON
CLERK

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BOOK 176 PAGE 565 -2-

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SIXTH: The number of directors of the corporation shall be three (3), except that if the number of shareholders is less than three (3), the number of directors shall be the same as the number of shareholders, but not less than one (1). The name of the Director who shall act until the first annual meeting or until his successor(s) are duly chosen and qualified is:

James T. Morefield

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the corporation and of the directors and stockholders:

The Board of Directors of the corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized or whether issued for money, for consideration other than money or by way of dividend.

Notwithstanding any provision of law requiring a greater proportion than a majority of the votes of all classes or of any class of stock entitled to be cast, to take or authorize any action, the corporation may take or authorize such action upon the concurrence of a majority of the aggregate number of the votes entitled to be cast thereon.

The corporation reserves the right to make from time to time any amendment to its charter, that may now or hereafter be authorized by law.

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BOOK 176 PAGE 566

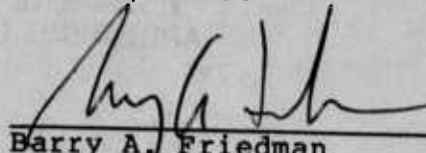
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EIGHTH: The duration of the corporation shall be perpetual.

IN WITNESS WHEREOF, the undersigned incorporator of JTM ENTERPRISES, INC., who executed the foregoing Articles of Incorporation hereby acknowledges the same to be his act and further acknowledges that, to the best of his knowledge, the matters and facts set forth herein are true in all material respects under the penalties of perjury.

Dated this 28th day of October, 1985.


Barry A. Friedman

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BOOK 176 Page 567

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STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME	MO.	DAY	YEAR
10:34	11	4	85
20	ORG. & CAP. FEE		
20	RECORDING FEE		
	LIMITED PARTNERSHIP FEE		
9	OTHER 1-cc 3		
49	TOTAL CASH <input type="checkbox"/> CHECK <input checked="" type="checkbox"/> APPROVED BY <i>A</i>		

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ett

Wilner + Scheiner
1200 N. H. Ave N.W. #300

Wash., D.C. 20036

10:34 A - NOV 1985

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BOOK 176 PAGE 568

ARTICLES OF INCORPORATION
OF
JTM ENTERPRISES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 04, 1985 AT 10:34 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2758 , FOLIO 002522 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID:

\$ 20

RECORDING FEE PAID:

\$ 20

SPECIAL FEE PAID:

\$

D2026565

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARLINDEL

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.

Richard W. Feltner



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BOOK 176 PAGE 569

ARTICLES OF INCORPORATION

OF

WARREN GRANER, D.D.S., P.A.

FIRST, I, THE UNDERSIGNED, Warren Granek, D.D.S., whose post-office address is 514 Third Street, Annapolis, Maryland, 21403 being at least twenty-one years of age, do, under and by virtue of Sections 430-44 of the General Laws of the State of Maryland, the Professional Service Corporation Act, authorizing the formation of professional corporations, hereby act as Incorporator for the purpose of forming a Professional Corporation.

SECOND: The name of the corporation is:

WARREN GRANER, D.D.S., P.A.

THIRD: The purposes for which the corporation is formed are:

To engage in the business of rendering services in the practice of Dentistry including the rendering of all professional services in connection therewith, and any activities necessary and incident thereto, within the purview of the principles of ethics of the American Dental Association and to invest its funds in real estate, mortgages, stocks, bonds, or any other type of investments, and to own real or personal property necessary or appropriate for rendering of said professional services.

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CLERK

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BOOK 176 PAGE 570

The corporation shall be authorized to exercise and enjoy all of the powers, rights and privileges granted to, or conferred upon, corporations, of a similar character by the General Laws of the State of Maryland now or hereafter in force.

✓ FOURTH: The post-office address of the principal office of the corporation in this State is 1616 Forest Drive, Annapolis, Maryland, 21403. The name of the resident agent of the corporation in this State is Warren Granek, D.D.S., a resident of this State and the post-office address of the resident agent is 514 Third Street, Annapolis, Maryland, 21403.

FIFTH: The total number of shares of stock which the corporation shall have authority to issue is one thousand (1,000) shares without par value, all of one class.

SIXTH: The number of directors of the corporation shall be one which number may be increased pursuant to the by-laws of the corporation. At no time shall there be less than one director. The name of the director who shall act until the first annual meeting or until his successor is duly chosen and qualifies is:

Warren Granek, D.D.S.

SEVENTH: The duration of the corporation shall be perpetual.

IN WITNESS WHEREOF, the undersigned incorporator who executed the foregoing Articles of Incorporation hereby acknowledges the same to be his act and further acknowledges that, to the best of

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BOOK 176 PAGE 571

his knowledge the matters and facts set forth herein are true in
all material respects under the penalties of perjury.

Dated the 30th day of September, 1985.

Warren Granek MS
Warren Granek, D.D.S., Incorporator

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BOOK 176 572

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STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 9:21 MO. DAY YEAR

11-4-88

20	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL CASH <input type="checkbox"/> APPROVED BY
	CHECK <input checked="" type="checkbox"/> JMS

Stock

Joseph Gallagher
Prusky, Giampetro
2 Penn Center Plaza #1919
Phila, Pa 19102
1216 A 4-100 531

0000 6571

CLERKS NOTATION
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BOOK 176 Page 573

ARTICLES OF INCORPORATION
OF
WARREN GRANER, D.D.S., P.A.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 04, 1985 AT 09:21 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2758, FOLIO 002470, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID:
\$ 20

RECORDING FEE PAID:
\$ 20

SPECIAL FEE PAID
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TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.



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BOOK 176 PAGE 574

002336

**ARTICLES OF INCORPORATION
OF
DESIGN RESOURCES COMPANY, INC.
A CLOSE CORPORATION**

FIRST: I, Daniel J. Mellin, whose post office address is 221 Duke of Gloucester Street, Annapolis, Maryland, 21401, being at least eighteen years of age, am hereby forming a corporation under and by virtue of the State of Maryland.

SECOND: The name of the Corporation (which is hereafter called the "Corporation") is:

**DESIGN RESOURCES COMPANY, INC.
A CLOSE CORPORATION**

THIRD: The purposes for which the Corporation is formed and the business or objects to be carried on and promoted by it are as follows:

- (1) To render consulting, design and supply of designed materials to all aspects of the construction trades and to engage in all phases of the construction industry related thereto, including, without limitation, manufacturing, installation, servicing and replacing construction materials;
- (2) To enter into partnerships, joint ventures and other business associations for any lawful purposes;
- (3) To purchase, lease and otherwise acquire, hold, mortgage and otherwise dispose of all kinds of property, real, personal and mixed, both in this State and in any part of the world;
- (4) To manufacture, purchase and deal in at wholesale or retail, any and all kinds and types of materials, supplies and equipments;
- (5) To improve, manage, develop, sell, assign, transfer, lease, mortgage, pledge or otherwise dispose of or turn to account, or deal with all or any part of the property of the Corporation;
- (6) To acquire, build, charter, buy, lease, rent, operate and use vehicles of any kind or character;
- (7) To apply for, obtain, register, purchase, lease or otherwise acquired or own by concessions, rights, options, patents, patent rights, privileges, inventions, processes, copyrights, trademarks, trade name or any right, option or contract in relation thereto; to develop, maintain, lease, sell, transfer, license, dispose of, use, operate or manufacture under or in any way otherwise deal in and with the same; and perform, carry out and fulfill the terms and conditions of any option or contract in relation thereto;
- (8) To acquire by purchase, subscription or otherwise, and to hold, sell, own, negotiate, assign, deal in, exchange, transfer, mortgage, pledge or otherwise dispose of any shares of the capital stock, script or any voting trust certificates in respect to the capital stock, or any bonds, mortgages, securities, or other evidence of indebtedness issued or granted by any other corporation, joint stock company or association, public or private, or of the Government of the United States, or any State, territory, municipality or other political subdivision, and to issue in exchange

HILLMAN BROWN & DARROW
Attorneys at Law
Post Office Box 668
Annapolis, Maryland 21404-0668
(301) 263-3131
(301) 269-5555
(301) 854-5500

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CIRCUIT COURT, A.A. COUNTY

1986 FEB 25 AM 9:17

E. AUBREY COLLISON
CLERK

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BOOK 176 PAGE 575

therefore, in the same manner provided by law, shares of the capital stock, bonds, or other obligations of the corporation; and while the holder or owner of any such shares of capital stock, script, voting trust certificates, bonds, mortgages or other securities or evidence of indebtedness, to possess and exercise in respect thereof any and all rights, powers and privileges of ownership, including the right to vote thereon;

(9) To acquire by purchase, lease or otherwise to own, use and operate factories, shops, manufacturing plants, including lands, buildings, machinery, equipment and appliances, warehouses, stores and other properties within and without the State of Maryland, which may be useful to accomplish any and all of the purposes or carrying on any of the business of the character hereinbefore referred to;

(10) To enter into, make and perform contracts without limit as to the character or amount, execute, issue and endorse drafts, bills of exchange and negotiable instruments of all kinds, as permitted by law;

(11) To borrow money for any of the purposes of this Corporation, and to issue bonds, debentures, debenture stocks, notes or other obligations, and to secure the same by pledge or mortgage of the whole or any part of the property of this Corporation, whether real or personal or to issue bonds, debentures, debenture stock or notes without any such security;

(12) To purchase, hold and re-issue the shares of its capital stock in such manner as the Board of Directors may from time to time determine;

(13) To have one or more offices and places of business and to carry on all or any part of its operations or business, without restrictions or limit as to the amount of places in any of the cities, districts or territories of the United States, subject to the laws of such state, district or territory.

The foregoing objects and purposes shall, except when otherwise expressed, be in no way limited or restricted by reference to, or in reference from the terms of any other clause of this or any other article of this certificate of incorporation or of any amendment thereto, and shall each be regarded as independent, and construed as powers as well as objects and purposes.

The Corporation shall be authorized to exercise and enjoy all the powers, rights and privileges granted to or conferred upon corporations of a similar character by the General Laws of the State of Maryland now or hereafter in force, and the enumeration of the foregoing powers shall not be deemed to exclude any powers, rights or privileges, so granted or conferred.

FOURTH: The post office address of the principal office of the corporation in this State is 166 Duke of Gloucester Street, Annapolis, Maryland, 21401. The name and post office address of the Resident Agent of the Corporation are Daniel R. Carr, 166 Duke of Gloucester Street, Annapolis, Maryland, 21401. Said Resident Agent is an individual actually residing in this State.

FIFTH: The total number of shares of capital stock which the Corporation has authority to issue is one thousand shares (1,000) of capital stock with a par value of one (1¢) cent.

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BOOK 176 PAGE 576

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SIXTH: The number of directors of the Corporation shall be one (1), which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than one (1).

The names of the directors who shall act until the first annual meeting and until their successors shall be duly chosen and qualified shall be:

Daniel R. Carr

SEVENTH: The following provision is hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation, of the Directors and stockholders:

(1) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, for such consideration as the said Board of Directors may deem advisable, subject to such limitations and restriction, if any, as may be set forth in the By-Laws of the Corporation.

EIGHTH: (1) As used in this Article **EIGHTH**, any word or words that are defined in Section 2-418 of the Corporations and Associations Article of the Annotated Code of Maryland (the "Indemnification Section"), as amended from time to time, shall have the same meaning as provided in the Indemnification Section.

(2) The Corporation shall indemnify a present or former director or officer of the Corporation in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section.

(3) With respect to any corporate representative other than a present or former director or officer, the Corporation may indemnify such corporate representative in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section; provided, however, that to the extent a corporate representative other than a present or former director or officer successfully defends on the merits or otherwise any proceeding referred to in subsections (b) or (c) of the Indemnification Section or any claims, issue or matter raised in such proceeding, the Corporation shall not indemnify such corporate representative other than a present or former director or officer under the Indemnification Section unless and until it shall have been determined and authorized in the specific case by (i) an affirmative vote at a duly constituted meeting of a majority of the Board of Directors who were not parties to the proceeding; or: (i) an affirmative vote, at a duly constituted meeting of a majority of all of the votes cast by stockholders who were not parties to the proceedings, that indemnification of such corporate representative other than a present or former director or officer is proper in the circumstances.

NINTH: Except as may otherwise be provided by the Board of Directors, no holder of any shares of the stock of the corporation shall have any preemptive right to purchase, subscribe for, or otherwise acquire any shares of stock of the Corporation of any class now or hereafter authorized, or any securities exchangeable

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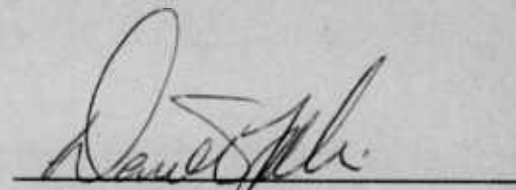
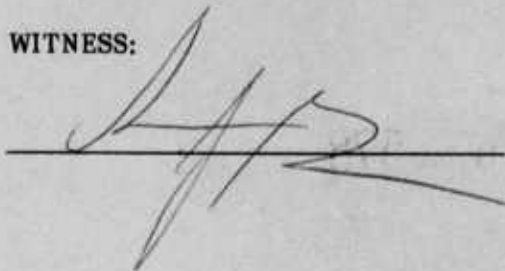
BOOK 176 14br 577

for or convertible into such shares, or any warrants or other instruments evidencing rights or options to subscribe for, purchase or otherwise acquire such shares.

TENTH: The duration of this Corporation shall be perpetual.

23rd **IN WITNESS WHEREOF**, I have signed these Articles of Incorporation this day of October, 1985, and I acknowledge the same to be my act.

WITNESS:


Daniel J. Mellin

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BOOK 176 PAGE 578

02

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD *B*

TIME	11:37	MO.	11	DAY	4	YEAR	85
20	ORG. & CAP. FEE						
20	RECORDING FEE						
	LIMITED PARTNERSHIP FEE						
10	OTHER	100-4					
50	TOTAL	CASH <input type="checkbox"/>	APPROVED BY				
	CHECK <input checked="" type="checkbox"/>		<i>Rem</i>				

(52)

Hillman, Brown + Darrow
P.O. Box 668
Annapolis, Md 21404-0668

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BOOK 176 PAGE 579

ARTICLES OF INCORPORATION
OF
DESIGN RESOURCES COMPANY, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 04, 1985 AT 11:37 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2758 FOLIO 002333 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID
\$ 20

RECORDING FEE PAID:
\$ 20

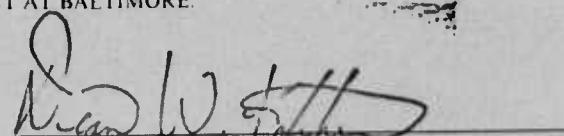
SPECIAL FEE PAID:
\$

D2026318

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.





A 189012

BOOK 176 PAGE 580

ANNE ARUNDEL MRI, INC.

AMENDED ARTICLES OF INCORPORATION

ANNE ARUNDEL MRI, INC., a Maryland corporation, having its principal office in Annapolis, Maryland (hereinafter referred to as the "Corporation") hereby certifies to the State Department of Assessments and Taxation of Maryland that:

FIRST

The Corporation desires to amend and restate its Charter as currently in effect as hereinafter provided. The provisions set forth in these Amended Articles of Incorporation are all the provisions of the Charter as currently in effect.

SECOND

The Charter of the Corporation is hereby amended by striking out in their entirety Articles FIRST through SEVENTH inclusive, and by substituting in lieu thereof the following:

"FIRST: The name of the corporation (which is hereinafter called the "Corporation") is

ANNE ARUNDEL MRI, INC.

"SECOND: The purposes for which the Corporation is formed are as follows:

(a) To construct, equip and operate, either directly or as a general partner in a limited partnership, a magnetic resonance diagnostic imaging center and to contract with independent radiologists to provide professional services at the same; and to carry on any and all business activities permitted by law; and

(b) To do anything permitted by the Maryland General Corporation Law, as amended from time to time.

"THIRD: The post office address of the principal office of the Corporation is Franklin & Cathedral Streets, Annapolis Maryland 21401. The name and post office address of the Resident Agent of the Corporation in this State is Robert V. Barton, Jr., 1600 Maryland National Bank Building, Baltimore, Maryland 21202. Said Resident Agent is a citizen of this State and actually resides herein.

"FOURTH: The total number of shares of stock which the Corporation has authority to issue is Ten Thousand (10,000)

RECORDED FOR RECORD
COURT HOUSE, A.A. COUNTY

1986 FEB 25 AM 9:17

E. AUBREY COLLISON
CLERK

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BOOK 176 PAGE 581

shares of the par value of Ten Dollars (\$10.00) per share for an aggregate par value of One Hundred Thousand Dollars (\$100,000), all of one class.

"FIFTH: The number of Directors of the Corporation shall be three (3), which number may be increased pursuant to the By-Laws of the Corporation, but shall never be less than three (3) (provided, however, that if there is stock outstanding and so long as there are less than three (3) stockholders, the number of Directors may be less than three (3) but not less than the number of stockholders); and the names of the Directors who shall act until the first annual meeting and until their successors are duly chosen and qualify are Gilbert L. Hardesty, Daniel W. McNew and Martin L. Doordan.

"SIXTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation, the Directors and the stockholders:

(a) In addition to any additional powers and responsibilities as shall be conferred by the laws of the State of Maryland, the stockholders shall have the express power and responsibility to approve or direct the following:

- (1) Election of the Board of Directors;
- (2) Any amendments to the Charter or Bylaws of the Corporation;
- (3) The issuance of shares of stock or securities convertible into shares of stock, whether now or hereafter authorized, and the classification or reclassification of any unissued share of stock; and
- (4) Retention of independent accounting firm.

(b) No contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the Directors or officers of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; and Directors or officers of this Corporation individually, or any firm of which any Director or officer of this Corporation may be a member, may be party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, and any Director or officer of this Corporation who is also a director or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested; provided that there has been full compliance with the

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BOOK 176 PAGE 582

provisions of the Maryland General Corporation Law, as amended from time to time.

(c) (1) As used in this paragraph of Article SIXTH, any word or words that are defined in Section 2-418 of the Maryland General Corporation Law (the "Indemnification Section"), as amended from time to time, shall have the same meaning as provided in the Indemnification Section.

(2) The Corporation may indemnify a present or former Director or officer of the Corporation in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section.

(d) Except as may otherwise be provided by the Board of Directors from time to time, no holder of any shares of the stock of the Corporation shall have any pre-emptive right to subscribe for, purchase or otherwise acquire any shares of stock of the Corporation of any class, or any securities exchangeable for or convertible into such shares, or any warrants or other instruments evidencing rights or options to subscribe for, purchase or otherwise acquire such shares, whether now or hereafter authorized.

(e) Notwithstanding any provision of law now or hereafter in effect requiring a greater proportion than a majority of the votes of all classes or of any class of stock entitled to be cast, to take or authorize any action, such action shall be valid and effective if taken or authorized upon the concurrence of a majority of the aggregate number of votes entitled to be cast thereon.

The enumeration and definition of a particular power of the Board of Directors included in the foregoing shall in no way be limited or restricted by reference to or inference from the terms of any other clause of this or any other Article of the Charter of the Corporation, or construed as or deemed by inference or otherwise in any manner to exclude or limit any powers conferred upon the Board of Directors under the Maryland General Corporation Law, as now or hereafter in force."

THIRD

Prior to any stock of the Corporation being outstanding or subscribed for and entitled to be voted, and prior to the organization meeting of the Board of Directors of the Corporation, the sole incorporator of the Corporation has approved and adopted these Amended Articles of Incorporation.

IN WITNESS WHEREOF, ANNE ARUNDEL MRI, INC., has caused these presents to be signed and its corporate seal affixed in its name and on its behalf by its sole incorporator, which acts

2762 2039

BOOK 176 PAGE 583

have been duly witnessed, and its sole incorporator acknowledges that these Amended Articles of Incorporation are the act and deed of ANNE ARUNDEL MRI, INC., and, under penalties of perjury, that the matters and facts set forth herein with respect to authorization and approval are true in all material respects to the best of his knowledge, information and belief.

WITNESS:

ANNE ARUNDEL MRI, INC.

Patricia R. Lightner

By *Guy W. Warfield* (SEAL)
Guy W. Warfield, Incorporator

2762 2040

BOOK 176 PAGE 584

CERTIFIED
COPY MADE

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STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME MO. DAY YEAR

2:57 11/13/85

	ORG. & CAP. FEE	
20	RECORDING FEE	
	LIMITED PARTNERSHIP FEE	
10	OTHER 1-CC	4
30	TOTAL CASH	<input checked="" type="checkbox"/> APPROVED BY
	CHECK	<input checked="" type="checkbox"/>

Ober, Kaler et al

10 Light St.

Balth., Ill 21202

NOV 13 1985

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CLERKS NOTATION
BEST COPY
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BOOK 176 143.585
AMENDED ARTICLES OF INCORPORATION
OF
ANNE ARUNDEL MRI, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 13, 1985 AT 2:57 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.
Effective: 11/29/84, at 3:58 PM

RECORDED IN LIBER 2762 . FOLIO 2036 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID:
\$

RECORDING FEE PAID:
\$ 20.00

SPECIAL FEE PAID:
\$

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL COUNTY drb
IT IS HEREBY CERTIFIED THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.
AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.

[Signature]



A 188945

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BOOK 176 PAGE 586

ARTICLES OF MERGER

BETWEEN

M.M.L. II, INC.

AND

M.M.L. I, INC.

THIS IS TO CERTIFY THAT:

FIRST: M.M.L. I, Inc. and M.M.L. II, Inc. agree to merge in the manner hereinafter set forth.

SECOND: M.M.L. I, Inc. is the corporation to survive the merger.

THIRD: Both M.M.L. I, Inc. (the "Surviving Corporation") and M.M.L. II, Inc. (the "Merging Corporation") are incorporated under the laws of the State of Maryland.

FOURTH: The principal office of the Surviving Corporation in the State of Maryland is located in Anne Arundel County and the principal office of the Merging Corporation in the State of Maryland is located in Anne Arundel County.

FIFTH: The Merging Corporation owns no interest in land in the State of Maryland.

SIXTH: The charter of the Surviving Corporation will not be amended as a result of the merger.

SEVENTH: The number of shares of stock which each corporation party to these Articles has the authority to issue is as follows:

a) Surviving Corporation

The total number of shares which the Surviving Corporation has authority to issue is Five Thousand (5,000) shares of Common Stock, without par value. The Surviving Corporation is not authorized to issue Preferred Stock.

b) Merging Corporation

The total number of shares which the Merging Corporation has authority to issue is Five Thousand (5,000) shares of Common Stock, without par value. The Merging Corporation is not authorized to issue Preferred Stock.

WEINBERG AND GREEN
BALTIMORE, MD. 21201

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F. AUBREY COLLISON
CLERK

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BOOK 176 PAGE 587

EIGHTH: Upon the Effective Date, the Merging Corporation shall be merged into the Surviving Corporation and the Surviving Corporation shall possess any and all purposes and powers of the Merging Corporation, and all leases, licenses, property, rights, privileges, and powers of whatever nature and description of the Merging Corporation, and such shall be transferred to, vested in and devolved upon the Surviving Corporation, without further act or deed, subject to all of the debts and obligations of the Merging Corporation. Each share of Common Stock, without par value, of the Merging Corporation shall be converted into one share of Common Stock, without par value, of the Surviving Corporation on the Effective Date of the merger, without any action on the part of the holder thereof.

From and after the Effective Date each holder of an outstanding certificate or certificates which prior thereto represented shares of Common Stock, without par value, of the Merging Corporation shall, upon surrender of the same, be entitled to receive in exchange therefor certificates representing the number of shares of Common Stock, without par value, of the Surviving Corporation into which the shares theretofore represented by the certificate or certificates so surrendered shall have been converted as provided in the foregoing paragraph. Until so surrendered, each such outstanding certificate which prior to the Effective Date represented shares of Common Stock, without par value, of the Merging Corporation, shall be deemed for all corporate purposes, to evidence the ownership of the number of shares of Common Stock, without par value, of the Surviving Corporation into which such shares of Common Stock, without par value, of the Merging Corporation shall have been so converted. However, until the certificates which prior to the Effective Date represented shares of Common Stock, without par value, of the Merging Corporation have been surrendered, the holder thereof shall not be entitled to receive any dividend or other distribution, if any, payable to the Surviving Corporation's shareholders. All such dividends or other distribution, if any, will be accrued and paid, without interest, to such shareholder upon surrender of his certificate or certificates which represented shares of Common Stock, without par value, of the Merging Corporation.

NINTH: The terms and conditions of the transaction described in these Articles were duly advised, authorized and approved by the Merging Corporation in the manner and by the vote required by the laws of the State of Maryland and the Charter of the Merging Corporation, as follows:

a) The sole Director of the Merging Corporation, by written consent to such action filed with the minutes of proceedings of the sole Director, adopted a resolution declaring that the terms and conditions of the transaction described herein were advisable and directing that the

WEINBERG AND GREEN
BALTIMORE, MD. 21201

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BOOK 176 VOL 588

proposed transaction be submitted for consideration by the Stockholders of the Merging Corporation.

b) A consent in writing, setting forth approval of the terms and conditions of the transaction described herein as so proposed was signed by all Stockholders of the Merging Corporation entitled to vote thereon, and such consent is filed with the records of Stockholder meetings of the Merging Corporation.

TENTH: The terms and conditions of the transaction described in these Articles were duly advised, authorized and approved by the Surviving Corporation in the manner and by the vote required by the laws of the State of Maryland and the Charter of the Surviving Corporation, as follows:

a) The sole Director of the Surviving Corporation, by written consent to such action filed with the minutes of proceedings of the sole Director, adopted a resolution declaring that the terms and conditions of the transaction described herein were advisable and directing that the proposed transaction be submitted for consideration by the Stockholders of the Surviving Corporation.

b) A consent in writing, setting forth approval of the terms and conditions of the transaction described herein as so proposed was signed by all Stockholders of the Surviving Corporation entitled to vote thereon, and such consent is filed with the records of Stockholder meetings of the Surviving Corporation.

ELEVENTH: These Articles of Merger shall become effective upon filing and acceptance by the Maryland Department of Assessments and Taxation (the "Effective Date").

TWELFTH: Each undersigned President acknowledges these Articles of Merger to be the corporate act of the respective corporate party on whose behalf he has signed, and further, with respect to all matters and facts otherwise required to be verified under oath, each such President acknowledges that to the best of his knowledge, information and belief, such matters and facts relating to the corporation on whose behalf he has signed are true in all material respects and that this statement is made under the penalties of perjury.

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BOOK 176 589

IN WITNESS WHEREOF, these Articles of Merger have
been duly executed by the parties hereto this 12th day of
November, 1985.


ATTEST:

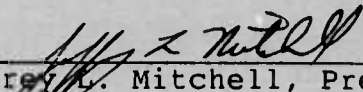
M.M.L. II, INC.


Wendy Mitchell, Secretary

By:  (SEAL)
Jeffrey L. Mitchell, President

M.M.L. I, INC.


Wendy Mitchell, Secretary

By:  (SEAL)
Jeffrey L. Mitchell, President

CLERKS NOTATION
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M. M. L. II, Inc. (Ad)

BOOK 176 PAGE 590

merge into
M. M. L. I, Inc. (Ad) survivor

CERTIFIED
COPY MADE

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STATE DEPARTMENT OF ASSESSMENTS AND TAXATION APPROVED FOR RECORD			
TIME	MO.	DAY	YEAR
2:11	11	14	85
20	ORG. & CAP. FEE		
10	RECORDING FEE		
30	LIMITED PARTNERSHIP FEE		
	OTHER 1-CC 4		
	CASH	APPROVED BY	
	CHECK	A	

Weinberg & Green
100 S. Charles St.
Balt, Md 21201

1985 NOV 14 P 2:11

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CLERKS NOTATION
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BOOK 176 PAGE 591

ARTICLES OF MERGER

MERGING

M.M.L. II, INC. (MD CORP.)

INTO

M.M.L. I, INC. (MD CORP.) SURVIVOR

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

OF MARYLAND NOVEMBER 14, 1985 AT 2:11 O'CLOCK P. M. AS IN CONFORMITY

WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2762, FOLIO 2011, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID

\$

RECORDING FEE PAID

\$ 20.00

SPECIAL FEE PAID

\$

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL COUNTY

drb

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.



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2762 2011

BOOK 176 PAGE 592

GEREN FOOD SALES, INC.
ARTICLES OF AMENDMENT

Geren Foods Sales, Inc., a Maryland corporation, having its principal office at 17 Chelsea House, Crofton, Maryland 21114 (hereinafter referred to as the "Corporation"), hereby certifies to the State Department of Assessments and Taxation of Maryland (hereinafter referred to as the "Department") that:

FIRST: The Charter of the Corporation is hereby amended by striking in its entirety Article FIRST and by substituting in lieu thereof the following new Article FIRST:

"FIRST: The name of the corporation (which is herein-after called the "Corporation") is

Geren Sales, Inc."

SECOND: By written informal action, unanimously taken by the Board of Directors of the Corporation, pursuant to and in accordance with Section 2-408(c) of the Corporations and Associations Article of the Annotated Code of Maryland, the Board of Directors of the Corporation duly advised the foregoing amendments and by written informal action unanimously taken by the stockholders of the Corporation in accordance with Section 2-505 of the Corporations and Associations Article of the Annotated Code of Maryland, the stockholders of the Corporation duly approved said amendments.

IN WITNESS WHEREOF, Geren Food Sales, Inc. has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunder affixed and attested by its Secretary on this 21st day of October, 1985, and its President acknowledges that these Articles of Amendment are the act and deed of Geren Food Sales, Inc. and, under the penalties of perjury, that the matters and facts set forth herein with respect to authorization and approval are true in all material respect to the best of his knowledge, information and belief.

ATTEST:

GEREN FOOD SALES, INC.

Martin Veron
Martin Veron, Secretary

By: Ronald Geren
Ronald Geren, President

COR208-Wk.25
18:02:10/17/85
42363-001

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 FEB 25 AM 9:18

E. AUBREY COLLISON
CLERK

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BOOK 176 PAGE 593

CHANGE OF	
NAME	✓
PRINCIPAL OFFICE	
RESIDENT AGENT	
RESIDENT AGENT ADDRESS	

(9A) *nm* Art of Amend

2006

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
TIME 3:17 MO. DAY YEAR 11-4-85

	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
20	TOTAL CASH <input type="checkbox"/> CHECK <input checked="" type="checkbox"/>
	APPROVED BY <i>nm</i>

Shapiro & Olander
36 S. Charles St # 2000
Belt, Md 21201

1985 NOV -4 P 3:17

2762 1997

0000 6592

CLERKS NOTATION
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AVAILABLE

BOOK 176 PAGE 594

ARTICLES OF AMENDMENT
OF
GEREN FOOD SALES, INC.
Changing its name to
GEREN SALES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 4, 1985 AT 3:17 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 3762 . FOLIO 1995 . OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID
\$

RECORDING FEE PAID
\$ 20.00

SPECIAL FEE PAID.
\$

TO THE CLERK OF THE CIRCUIT COURT OF

ANNE ARUNDEL COUNTY

drb

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.

David W. Feltner



A 188936

2762 1995

BOOK 176 PAGE 595

AM-TEL CONCEPTS, INC.

A CLOSE CORPORATION UNDER TITLE 4

ARTICLE OF AMENDMENT

The following amendment to the Articles of Incorporation of AM-TEL CONCEPTS, Inc., a close corporation which has elected not to have a Board of Directors, was approved by the stockholders of the Corporation during a meeting of these same stockholders at 3 p.m. at the Corporate headquarters at Empire Towers, Suite 318, 7310 Ritchie Highway, Glen Burnie, MD 21061 and is attested to by their signatures below:

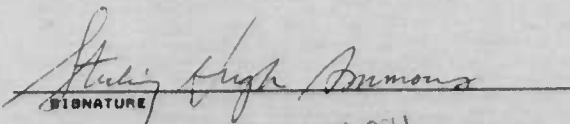
WHEREAS, the demands for service from this corporation are broader than the scope of its original purpose as stated in paragraphs 1 and 2 of the Fourth Article of this Corporation,

BE IT RESOLVED that paragraphs 1 and 2 of the Fourth Article of this Corporation now be amended to read:

"To carry on all or any of the business of the sales, leasing and rental of computer equipment and to do all other things necessary and relating thereto;

To carry on all or any of the business of a telemarketing distribution and consulting firm, and all or any of a computer consulting firm, and to do all other things necessary and relating thereto;"

IN WITNESS WHEREOF, we have signed this Amendment to the Articles of Incorporation of AM-TEL CONCEPTS, Inc. on October 5, 1985, and acknowledge the same to be our act, under penalties of perjury,


SIGNATURE

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 FEB 25 AM 9:18

E. AUBREY COLLISON
CLERK

STERLING HUGH AMMONS
President and Secretary
AM-TEL CONCEPTS, Inc.

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AVAILAB

BOOK 176 PAGE 596

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STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME	MO.	DAY	YEAR
10:22	10	23	85
20	ORG. & CAP. TAX		
	REC. TAX		
	LIMITED TAX		
	OTHER		
20	TOTAL CASH <input type="checkbox"/> APPROVED BY		
	CHECK <input checked="" type="checkbox"/> A		

Am Tel Concepts
7310 Ritchie Hwy #318
Glen Burnie, Md 21061

2761 1242

0000 6596

CLERKS NOTATION
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BOOK 176 PAGE 597

ARTICLES OF AMENDMENT
OF
AM-TEL CONCEPTS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND OCTOBER 23, 1985 AT 10:22 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2761, FOLIO 1240, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID:
\$

RECORDING FEE PAID:
\$ 20.00

SPECIAL FEE PAID:
\$

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL COUNTY drb
IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.

Paul B. Carlson



A 188922

2761 1240

BOOK 176 PAGE 598

HILLMAN, BROWN & DARROW, P.A.

ARTICLES OF REVIVAL

Hillman, Brown & Darrow, P.A., a Maryland corporation having its principal office in Annapolis, Maryland (hereinafter referred to as the "Corporation") hereby certifies to the State Department of Assessments and Taxation of Maryland that:

FIRST: These Articles of Revival are for the purpose of reviving the Charter of the Corporation.

SECOND: The name of the Corporation at the time of the forfeiture of its Charter was Hillman, Brown & Darrow, P.A.

THIRD: The name which the Corporation will use after the revival of its Charter pursuant to these Articles of Revival shall be Hillman, Brown & Darrow, P.A., which name complies with the provisions of the Corporations and Associations Article of the Annotated Code of Maryland with respect to corporate names.

FOURTH: The post office address of the principal office of the Corporation in the State of Maryland is 221 Duke of Gloucester Street, Annapolis, Maryland, 21401, and said principal office is located in Anne Arundel County, Maryland, the same county in which the principal office of the Corporation was located at the time of the forfeiture of its Charter.

FIFTH: The name and post office address of the resident agent of the Corporation in the State of Maryland is Samuel J. Brown, 221 Duke of Gloucester Street, Annapolis, Maryland, 21401. Said resident agent is a citizen actually residing in this State.

SIXTH: Prior to the filing of these Articles of Revival, the Corporation has:

(a) Filed all annual reports required to be filed by the Corporation or which would have been required to be filed by the Corporation if its Charter had not been forfeited; and

(b) Paid all State and local taxes (except taxes on real estate) and all interest and penalties due by the Corporation or which would have become due if its Charter had not been forfeited, whether or not barred by limitations.

IN WITNESS WHEREOF, the Corporation has caused these Articles of Revival to be signed and acknowledged in its name and on its behalf by its last acting President and its corporate seal to be hereunto affixed and attested by its last acting Secretary all as of this 17th day of Sept., 1985.

ATTEST:

HILLMAN, BROWN & DARROW, P.A.

Michael P. Darrow, Secretary

By: Samuel J. Brown, President

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 FEB 25 AM 9:18

E AUBREY COLLISON
CLERK

53168345

2761 1134

0000 0597

BOOK 176 PAGE 599

THE UNDERSIGNED, the last acting President and Secretary of Hillman, Brown & Darrow, P.A., who executed on behalf of said Corporation the foregoing Articles of Revival, of which this certificate is made a part, hereby acknowledge the foregoing Articles of Revival to be their act.

Dated: 9/11, 1985

Samuel J. Brown, President

Michael P. Darrow, Secretary

STATE OF MARYLAND, COUNTY OF ANNE ARUNDEL, TO WIT:

I HEREBY CERTIFY, that on this 11th day of September, 1985, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Samuel J. Brown and made oath in due form of law that the matters and facts set forth in the foregoing document are true and correct as therein stated and he acknowledged this Agreement to be his act.

AS WITNESS my hand and Notarial Seal.

James L. V. Ghefeldt
Notary Public

My Commission Expires: 7/1/86

AFFIDAVIT FOR REVIVAL OF CHARTER

I, Samuel J. Brown, of Hillman, Brown & Darrow, P.A., hereby declare that the previously mentioned corporation has paid all state and local taxes, except taxes on real estate, and all interest and penalties due by the corporation or which would have become due if the charter had not been forfeited whether or not barred by limitations.

Samuel J. Brown

I hereby certify that on the 11th day of September, 1985, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Anne Arundel, personally appeared Samuel J. Brown, and made oath under the penalties of perjury that the matters and facts set forth in this Affidavit are true to the best of his knowledge, information and belief.

As witness my hand and notarial seal.

James L. V. Ghefeldt
Notary Public

My Commission Expires: 7/1/86

CO
CRA
CRA

BOOK 176 PAGE 600

Act of Revival (18) AM

(52)

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION APPROVED FOR RECORD			
TIME	MO.	DAY	YEAR
9:30	11	1	85
	ORG. & CAP. FEE		
20	RECORDING FEE		
	LIMITED PARTNERSHIP FEE		
30	OTHER <i>special fee</i>		
50	TOTAL CASH <input type="checkbox"/> CHECK <input checked="" type="checkbox"/> <i>PCM</i>		

Hillman, Brown & Darrow
P.O. Box 668
Annapolis, Md 21404-0668

2761 1136

0000 0599

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 176 PAGE 601

ARTICLES OF REVIVAL
OF
HILLMAN, BROWN & DARROW, P.A.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 1, 1985 AT 9:30 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2761 . FOLIO 1133 . OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID:
\$

RECORDING FEE PAID:
\$ 20.00

SPECIAL FEE PAID:
\$ 30.00

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL COUNTY

drb

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.



A 188871

2761 1133

BOOK 176 PAGE 602

ARTICLES OF AMENDMENT
OF

CREATIVE CUSTOMS INCORPORATED OF BALTIMORE

Creative Customs Incorporated of Baltimore, having its principal office at 530 North Hilton Street, Baltimore, Maryland, 21229 (hereinafter referred to as the "Corporation"), hereby certifies to the State Department of Assessments and Taxation of Maryland (the "Department") that:

FIRST: The Charter of the Corporation is hereby amended by striking in its entirety Article SECOND and by substituting in lieu thereof the following:

"SECOND: The name of the Corporation
(which is hereafter called the "Corporation")
is:

AMERICAN AUTO CLASSICS, INC."

SECOND: By written informal action, unanimously taken by the Board of Directors of the Corporation, pursuant to and in accordance with Section 2-408(c) of the Corporations and Associations Article of the Annotated Code of Maryland, the Board of Directors of the Corporation duly advised the foregoing Amendments and by written informal action unanimously taken by the shareholders of the Corporation in accordance with Section 2-505 of the Corporations and Associations Article of the Annotated Code of Maryland, the shareholders of the Corporation duly approved said amendments.

IN WITNESS WHEREOF, Creative Customs Incorporated of Baltimore, has caused these presents to be signed in its name and on its behalf by its President and its Corporate Seal to be

53178089 2761 1082

JOSEPH. GREENWALD
AND LAAKE
1948 UNIVERSITY BLVD., E.
HYATTSVILLE, MARYLAND
30782-4883
(301) 439-3900

1986 FEB 25 AM 9:18
E AUBREY COLLISON
CLERK
CIRCUIT COURT, BALTIMORE COUNTY

0000 6601

BOOK 176 PAGE 603

hereunder affixed and attested by its Secretary on this 28
day of October, 1985, and its President acknowledges that
these Articles of Amendment are the act and deed of
Creative Customs Incorporated of Baltimore, and, under the
penalties of perjury, that the matters and facts set forth herein
with respect to authorization and approval are true in all
material respects to the best of his knowledge, information and
belief.

ATTEST:

Kathy Fronzoli
Kathy Fronzoli
Secretary

CREATIVE CUSTOMS INCORPORATED
OF BALTIMORE

Timmy F. Fronzoli Pres.
Timmy F. Fronzoli, President

JOSEPH, GREENWALD
AND LAAKE
1848 UNIVERSITY BLVD., E.
HYATTSVILLE, MARYLAND
20783-4803
(301) 439-3900

2761 1083

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 176 PAGE 604

CHANGE OF	
NAME	✓
PRINCIPAL OFFICE	
RESIDENT AGENT	
RESIDENT AGENT ADDRESS	

(9A) Art of amend 10

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
TIME 10:59 MO. 11 DAY 13 YEAR 85

CERTIFIED
COPY MADE

	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
8	OTHER 100.00
28	TOTAL CASH <input type="checkbox"/> CHECK <input checked="" type="checkbox"/> 92

John Parker
Joseph, Greenwood
1345 University Blvd East
Arlington, Md 20783-4683

2761 1084

0000 0603

CLERKS NOTATION
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AVAILABLE

BOOK 176 PAGE 605
ARTICLES OF AMENDMENT

OF

CREATIVE CUSTOMS, INCORPORATED OF BALTIMORE

Changing its name to
AMERICAN AUTO CLASSICS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 13, 1985 AT 10:59 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2761, FOLIO 1081, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID
\$

RECORDING FEE PAID
\$ 20.00

SPECIAL FEE PAID
\$

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL COUNTY

drb

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.

[Signature]



A 188862

2761 1081

BOOK 176 PAGE 606

ARTICLES OF AMENDMENT

Gebirgstrachten Verein Annapolis Bavarians, Inc., a Maryland Corporation, hereinafter referred to as the "Corporation") hereby certifies to the State Department of Assessments and Taxation of Maryland (hereinafter referred to as the "Department") that:

FIRST: The Charter of the Corporation is hereby amended to change: Item Third (a)-The purposes for which the Corporation is formed are to develop and promote an appreciation of German Ethnic customs and dance thru the presentation of dance performances and festivals.

SECOND: The Charter of the Corporation is hereby amended to change: Item Fourth- The post office address of the principal office of the Corporation in this State is 123 Brent Road, Arnold, Maryland 21012. The name and address of the Resident Agent of the Corporation in this State is Hartmut Fricke, 123 Brent Road, Arnold, Maryland 21012.

THIRD: All other provisions of the charter remain unchanged.

FOURTH: By written informal action, unanimously taken by the Board of Directors of this Corporation, pursuant to and in accordance with Section 2-408 (c) of the Corporations and Associations Article of the Annotated Code of Maryland the Board of Directors and all voting members of the non-stock Corporation duly approved the foregoing amendment.

IN WITNESS WHEREOF, Gebirgstrachten Verein Annapolis Bavarians, Inc. has caused these presents to be signed in its name and on its behalf by its President and attested by its Secretary on this 24th day of October, 1985 and its President acknowledges that these Articles of Amendment are the act and deed of Gebirgstrachten Verein Annapolis Bavarians, Inc. and under the penalties of perjury, that the matters and facts set forth herein with respect to authorization and approval are true in all material respects to the best of his knowledge, information and belief.

ATTEST:

Carol A. Rosso Secretary

GEBIRGSTRACHTEN VEREIN ANNAPOLIS
BAVARIANS, INC.

By: *Hartmut M. Fricke*
Hartmut M. Fricke, President

1986 FEB 25 AM 9:18
E. AUBREY COLLISON
CLERK

68108120

0000 6605

CLERKS NOTAT
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AVAILABL

BOOK 176 PAGE 607

CHANGE OF	
NAME	
PRINCIPAL OFFICE	
RESIDENT AGENT	
RESIDENT AGENT ADDRESS	

09

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 9:41 NO. 11 DAY 6 YEAR 85

	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
20	POSTAL CHECK <input checked="" type="checkbox"/> <i>and</i>

1985 NOV -6 A 9:41

(52)

~~Hartmut M. Fricke~~
Hartmut M. Fricke
123 Brent Rd
Annapolis, Md 21012

2759 147

0000 0006

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 176 608

ARTICLES OF AMENDMENT
OF
GEBIRGSTRACHTEN VEREIN ANNAPOLIS BAVARIANS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 6, 1985 AT 9:41 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2759, FOLIO 1470, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID:
\$

RECORDING FEE PAID:
\$ 20.00

SPECIAL FEE PAID:
\$

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL COUNTY

drb

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.

Dean W. Fisher



A 188841

2759 1470

BOOK 176 PAGE 609

ROLAND SMITH REALTY, INC.
ARTICLES OF VOLUNTARY DISSOLUTION

ROLAND SMITH REALTY, INC., a Maryland Corporation, having its principal office in Glen Burnie, Maryland (hereinafter referred to as the "Corporation"), hereby certifies to the State Department of Assessments and Taxation that:

FIRST: The Corporation is hereby dissolved.

SECOND: The name of the Corporation is hereinabove set forth and the post office address of the principal office of the Corporation in the State of Maryland is 900 Crain Highway, S.W., Glen Burnie, Maryland 21061.

THIRD: The name and address of the resident agent of the Corporation who shall serve for one (1) year after dissolution and until the affairs are wound up is Roland F. Smith, 900 Crain Highway, S.W., Glen Burnie, Maryland 21061.

FOURTH: The name and address of each director of the Corporation are as follows:

Roland F. Smith, 501 White Horse Court,
Millersville, Maryland 21108

Joan M. Smith, 501 White Horse Court,
Millersville, Maryland 21108

Robert J. Nash, 636 Washington Boulevard
Baltimore, Maryland 21230

Joan H. Winn, 636 Washington Boulevard,
Baltimore, Maryland 21230

FIFTH: The name, title and address of each officer of the Corporation are as follows:

None elected.

RECEIVED FOR RECORD
CIRCUIT COURT, BALTIMORE COUNTY

1986 FEB 25 AM 9:18

E. AUBREY COLLISON
CLERK

53198231

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0000 6608

BOOK 176 PAGE 610

SIXTH: The voluntary dissolution of the Corporation was approved in the manner and by the vote required by law and by the Charter of the Corporation in that the Corporation had no stock outstanding or subscribed for and thus none entitled to vote on the voluntary dissolution of the Corporation; that the action taken herein is done prior to the organization meeting of the Board Of Directors, and the person signing these Articles Of Voluntary Dissolution is the sole incorporator of the Corporation and has resolved unanimously to file these Articles Of Voluntary Dissolution.

SEVENTH: The Corporation has no known creditors.

EIGHTH: These Articles Of Voluntary Dissolution are accompanied by Certificates provided by Section 3-407(c)(2) of the Corporations and Associations Article of the Annotated Code of Maryland, stating that all taxes not barred by limitations which are levied on assessments made by the State Department of Assessments and Taxation of Maryland and billed by and payable to the issuer of each of said Certificates by the Corporation, including taxes for the current year, have been paid or provided for in a manner satisfactory to the issuer of each of said Certificates.

IN WITNESS WHEREOF, ROLAND SMITH REALTY, INC. has caused these presents to be signed in its name and on its behalf by its incorporator on this 1st day of November, 1985, and its incorporator acknowledges that these Articles of Voluntary Dissolution are the act and deed of ROLAND SMITH REALTY, INC. and

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BOOK 176 611

under the penalties of perjury, that the matters and facts set forth herein with respect to authorization and approval are true in all material respects to the best of his knowledge, information and belief.

WITNESS

ROLAND SMITH REALTY, INC.

Susan B. Ryung

BY: Roland F. Smith
ROLAND F. SMITH, Incorporator



BOOK 176 PAGE 612

STATE OF MARYLAND
COMPTROLLER OF THE TREASURY
STATE TREASURY BUILDING
P.O. BOX 466 PHONE (301)-269-3814
ANNAPOLIS, MARYLAND 21404

LOUIS L. GOLDSTEIN
COMPTROLLER

J. BASIL WISNER
CHIEF DEPUTY

GENERAL ACCOUNTING DIVISION
ARNOLD G. HOLZ, C.P.A.
DIRECTOR

Dear Sir/Madam:

The following tax clearance certificate is being issued by the Maryland State Comptroller's Office as requested:

THIS IS TO CERTIFY, That the books of the State Comptroller's Office and of the Department of Employment Security, as reflected in their certification to the State Comptroller, show that all taxes and charges due the State of Maryland, payable through the said offices as of the date hereof by

ROLAND SMITH REALTY, INC.

have been paid.

WITNESS my hand and official seal this

21st day of OCTOBER A.D. 1985.

Catricia A. Mehal
DEPUTY COMPTROLLER
COMPTROLLER OF THE TREASURY

2761 0987

0000 6611

CLERKS NOTARY
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BOOK 176 PAGE 613

CHANGE OF	
NAME	
PRINCIPAL OFFICE	
RESIDENT AGENT	✓
RESIDENT AGENT ADDRESS	

19 *Don*

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME	MO.	DAY	YEAR
10:32	11	15	85
20	ORG. & CAP. FEE		
	RECORDING FEE		
	LIMITED PARTNERSHIP FEE		
30	OTHER <i>Special Fee</i>		
50	TOTAL	CASH	APPROVED BY
	CHECK		<i>A</i>

Harold Inman

900 Crown Hwy S.W.

St. Bernie, AL 36061

2761 0988

0000 06 12

CLERKS NOTATION
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BOOK 176 PAGE 614

ARTICLES OF DISSOLUTION
OF
ROLAND SMITH REALTY, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 15, 1985 AT 10:32 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 8761, FOLIO 983, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION &
CAPITALIZATION FEE PAID:

\$

RECORDING FEE PAID

\$ 20.00

SPECIAL FEE PAID

\$ 30.00

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL COUNTY

drb

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.



A 188809